

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1997, No. 13
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending March 29, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Banc One Corporation, Columbus, Ohio -- to engage de novo in underwriting and dealing in, to a limited extent, all types of debt and equity securities, through Banc One Capital Corporation.
Permitted, March 24, 1997.

First Alamogordo Bancorp of Nevada, Inc., Alamogordo, New Mexico -- to merge with First Alamogordo Bancorp, Inc., and acquire First National Bank of Alamogordo, and First National Bank of Ruidoso, Ruidoso, New Mexico.
Approved, March 24, 1997.

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Liberty Federal Bank, S.B., Eugene, Oregon -- exemption under section 23A of the Federal Reserve Act.
Granted, March 24, 1997.

CHANGE IN BANK CONTROL

FirstBank Holding Company of Colorado, Inc., Lakewood, Colorado -- change in bank control.
Permitted, March 27, 1997.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Consolidated Financial Statements for Bank Holding Companies (FR Y-9C), Parent Company Only Financial Statements for Large Bank Holding Companies (FR Y-9LP), Parent Company Only Financial Statements for Small Bank Holding Companies (FR Y-9SP), Quarterly Financial Statements of Nonbank Subsidiaries of Bank Holding Companies (FR Y-11Q), Annual Financial Statements of Nonbank Subsidiaries (FR Y-11I) -- notice of information collections under Regulations on Controlling Paperwork Burdens on the Public.
Approved, March 28, 1997.

Consolidated Report of Condition and Income for Edge and Agreement Corporations (FR 2886b) -- extension, with revision.
Proposed, March 27, 1997.

Reports of Selected Borrowings -- two weekly reports (FR 2415 and FR 2415t), the quarterly report FR 2090q, and the annual report (FR 2090a) -- revision, with extension, and the Daily Telephone Report (FR 2415a) -- to discontinue.
Proposed, March 26, 1997.

Senior Financial Officer Survey (FR 2023) -- extension, without revision.
Proposed, March 27, 1997.

Senior Loan Officer Opinion Survey on Bank Lending Practices (FR 2018)-- extension, without revision.
Proposed, March 27, 1997.

REGULATIONS AND POLICIES

Automated clearing house services -- provision of ACH services by the Federal Reserve Bank of Chicago to Automotive Financial Services, Inc., Highland Park, Michigan.
Approved, March 24, 1997.

Regulation M -- final rule to implement amendments to the Consumer Leasing Act.
Approved, March 26, 1997.

Report on applications processed by the Federal Reserve System during 1996.
Announced, March 27, 1997.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES

Truth in Lending and Real Estate Settlements
Procedures Acts -- request for comment on possible
legislative amendments.
Approved, March 26, 1997.

ENFORCEMENT

BT Securities Corporation, New York, New York --
order to cease and desist and order of assessment
of a civil money penalty against Mark E. Schindler,
a former officer.
Announced, March 28, 1997.

BT Securities Corporation, New York, New York --
order to cease and desist and order of assessment
of civil money penalty against Grace Koo, a former
employee.
Announced, March 28, 1997.

International Commercial Bank of China, Taipei,
Taiwan -- issuance of a consent order of assessment
of a civil money penalty and divestiture.
Announced, March 28, 1997.

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

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

BANK BRANCHES, DOMESTIC

St. Louis Bank of Bentonville, Bentonville, Arkansas -- to
 establish a branch at 406 South Walton Boulevard.
 Approved, March 24, 1997.

St. Louis Cass Bank & Trust Company, St. Louis, Missouri -- to
 establish a branch at 509 Rudder Road, Fenton,
 Missouri.
 Approved, March 27, 1997.

BANK HOLDING COMPANIES

Dallas AmeriBancshares, Inc., Wichita Falls, Texas -- to
 acquire AmeriBancshares of Delaware, Inc.,
 Wilmington, Delaware, and American National Bank,
 Wichita Falls, Texas.
 Approved, March 26, 1997.

Dallas AmeriBancshares of Delaware, Inc., Wilmington,
 Delaware -- to acquire American National Bank,
 Wichita Falls, Texas.
 Approved, March 26, 1997.

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

BANK HOLDING COMPANIES

Dallas	ANB Bancshares, Inc., Gonzales, Texas -- to acquire ANB Nevada Group, Inc., Carson City, Nevada, and American National Bank, Gonzales, Texas. Approved, March 24, 1997.
Dallas	ANB Nevada Group, Inc., Carson City, Nevada -- to acquire American National Bank, Gonzales, Texas. Approved, March 24, 1997.
New York	BanPonce Corporation, Hato Rey, Puerto Rico; Popular Internationa Bank, Inc.; and Banponce Financial Corporation, Wilmington, Delaware -- to acquire Seminole National Bank, Sanford, Florida. Approved, March 28, 1997.
St. Louis	Citizens Bancorporation, Inc., Mascoutah, Illinois -- to acquire Citizens Community Bank. Approved, March 26, 1997.
Chicago	Coal City Corporation, Coal City, Illinois, and Manufacturers National Corporation, Chicago, Illinois -- to acquire U.S. Bancorp, Inc., Lansing, Illinois, and U.S. Bank. Approved, March 28, 1997.
Minneapolis	Community First Bankshares, Inc., Fargo, North Dakota -- to engage de novo in lending activities and acting as agent, broker, or adviser in leasing personal property. Permitted, March 24, 1997.
San Francisco	Comstock Bancorp, Reno, Nevada -- to acquire Comstock Bank. Approved, March 26, 1997.
Secretary	Deposit Guaranty Corporation, Jackson, Mississippi -- determination that an application is not required to acquire Capital Bancorp, and Capital Bank, both of Monroe, Louisiana. Approved, March 25, 1997.
Secretary	First Citizens Bancshares, Inc., Dyersburg, Tennessee -- to acquire up to 7.1 percent of the shares of SecurAmerica Holding Corporation, Memphis, Tennessee, and engage in making and servicing loans and other extensions of credit through SecurAmerica Business Credit, Memphis, Tennessee. Approved, March 25, 1997.

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

BANK HOLDING COMPANIES

Chicago	First Business Bancshares, Inc., Madison, Wisconsin - - relief from a commitment concerning purchase or redemption of preferred or common stock. Approved, March 27, 1997.
Atlanta	First Citizens Corporation, Newnan, Georgia -- to merge with Tara Bankshares Corporation, Riverdale, Georgia, and acquire Tara State Bank. Approved, March 25, 1997.
Richmond	First Union Corporation, Charlotte, North Carolina -- to acquire Boca Raton First National Bank, Boca Raton, Florida. Approved, March 27, 1997.
Director, BS&R	FNB Corporation, Christiansburg, Virginia -- transfer agent registration. Approved, March 25, 1997.
Minneapolis	Hiawatha Bancshares, Inc., Hager City, Wisconsin -- to merge with Glenwood Bancshares, Inc., Glenwood City, Wisconsin. Withdrawn, March 25, 1997.
San Francisco	Humboldt Bancorp, Eureka, California -- to engage in leasing activities through Bancorp Financial Services, Inc., Sacramento, California. Approved, March 25, 1997.
Atlanta	Overton Financial Services, Inc., Livingston, Tennessee -- to acquire shares of SecurAmerica Holding Corporation, Memphis, Tennessee, and engage in community development activities. Approved, March 25, 1997.
Philadelphia	Prime Bancorp, Inc., Fort Washington, Pennsylvania -- request for relief from divestiture commitments made in connection with the approval of the application by Prime Newco, Inc., to acquire First Sterling Bancorp, Inc., Devon, Pennsylvania, and First Sterling Bank. Granted, March 26, 1997.

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

BANK HOLDING COMPANIES

Minneapolis Provincial Corporation, Minneapolis, Minnesota -- to acquire Provincial Bank, Lakeville, Minnesota. Withdrawn, March 24, 1997.

Atlanta Regions Financial Corporation, Birmingham, Alabama -- to merge with Gulf South Bancshares, Inc., Gretna, Louisiana, and acquire Gulf South Bank and Trust Company. Approved, March 24, 1997.

Secretary Whitney Holding Corporation, New Orleans, Louisiana - - to acquire Whitney National Bank of Mississippi, Gulfport, Mississippi; and to merge with Merchants Bancshares, Inc., Gulfport, Mississippi, and acquire Merchants Bank & Trust Company. Approved, March 26, 1997.

BANK MERGERS

St. Louis First Bank of Arkansas, Jonesboro, Arkansas -- to merge with First Bank of Arkansas, Wynne, Arkansas. Approved, March 27, 1997.

Atlanta Pointe Bank, Pembroke Pines, Florida -- to merge with Pointe Federal Savings Bank, Boca Raton, Florida. Approved, March 28, 1997.

Atlanta Pointe Bank, Pembroke Pines, Florida -- to acquire certain assets and assume certain liabilities of Pointe Federal Savings Bank, Boca Raton, Florida. Approved, March 28, 1997.

BANKS, STATE MEMBER

Director, BS&R First Interstate Bank of California, Los Angeles, California -- registration as transfer agent. Withdrawn, March 28, 1997.

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

CAPITAL STOCK

Minneapolis Malta Banquo, Inc., Malta, Montana -- redemption of shares.
Approved, March 27, 1997.

Minneapolis Mountain Bank System, Whitefish, Montana -- redemption of shares.
Approved, March 28, 1997.

CHANGE IN BANK CONTROL

Minneapolis Anchor Bancorp, Inc., Wayzata, Minnesota -- change in bank control.
Permitted, March 24, 1997.

Dallas Coleman Bankshares, Inc., Coleman, Texas -- change in bank control.
Withdrawn, March 24, 1997.

Richmond Fidelity Bancshares (N.C.), Inc., Fuquay-Varina, North Carolina -- change in bank control.
Permitted, March 28, 1997.

Richmond First Citizens BancShares, Inc., Raleigh, North -- change in bank control.
Permitted, March 28, 1997.

Dallas First San Benito Bancshares Corporation, San Benito, Texas -- change in bank control.
Permitted, March 24, 1997.

Minneapolis Mountain Bank System, Whitefish, Montana -- change in bank control.
Permitted, March 28, 1997.

Dallas Tejas Bancshares, Inc., Fritch, Texas -- change in bank control.
Returned, March 24, 1997.

COMPETITIVE FACTORS REPORTS

Philadelphia American Trust Bank, National Association, Cumberland, Maryland, proposed acquisition of the assets and assumption of the liabilities of First Savings Bank of Western Maryland -- report on competitive factors.
Submitted, March 26, 1997.

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

COMPETITIVE FACTORS REPORTS

Kansas City	Bank of Commerce, Chanute, Kansas, proposed acquisition of the assets and assumption of the liabilities of the Stark, Kansas, branch of Stark State Bank -- report on competitive factors. Submitted, March 26, 1997.
St. Louis	Bank of Sullivan, Sullivan, Missouri, proposed merger with American Federal Savings and Loan Association of Sullivan -- report on competitive factors. Submitted, March 28, 1997.
Dallas	Bosque County Bank of Meridian, Meridian, Texas, proposed acquisition of a branch of Pacific Southwest Bank, Corpus Christi, Texas, at Highway 6 and Mesquite, Hico, Texas, -- report on competitive factors. Submitted, March 24, 1997.
Cleveland	CB Interim Bank, Higginsport, Ohio, proposed merger with Citizens Bank -- report on competitive factors. Submitted, March 26, 1997.
Cleveland	County Savings Bank, Columbus, Ohio, proposed purchase of two branches of First National Bank of Zanesville, Zanesville, Ohio -- report on competitive factors. Submitted, March 26, 1997.
Kansas City	First National Bank, Tuttle, Oklahoma, proposed merger with Tri-Star National Bank, Blanchard, Oklhaoma -- report on competitive factors. Submitted, March 27, 1997.
Kansas City	First National Bank of Fletcher, Fletcher, Oklahoma, proposed acquisition of the assets and assumption of the liabilities of the Sterling branch of First Commercial Bank, SSB, Lawton, Oklahoma -- report on competitive factors. Submitted, March 26, 1997.

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

COMPETITIVE FACTORS REPORTS

Richmond	Four Oaks Bank & Trust Company, Four Oaks, North Carolina, proposed merger with New Four Oaks Bank (an interim bank) -- report on competitive factors. Submitted, March 27, 1997.
St. Louis	Graves County Bank, Inc., Mayfield, Kentucky, proposed purchase of certain assets and assumption of the liabilities of Fifth Third Bank of Kentucky, Inc., Louisville, Kentucky -- report on competitive factors. Submitted, March 27, 1997.
Cleveland	Huntington National Bank, Columbus, Ohio, proposed merger with Huntington Trust Company and Huntington Trust Company of Florida, Naples, Florida -- report on competitive factors. Submitted, March 26, 1997.
San Francisco	Imperial Bank, Inglewood, California, proposed acquisition of certain assets and the assumption of certain liabilities of Comerica Bank-California, San Jose, California -- report on competitive factors. Submitted, March 26, 1997.
Dallas	National Bank, Gainsville, Texas, proposed acquisition of a branch at 907 South Key Avenue, Lampasas, Texas, of Pacific Southwest Bank, Corpus Christi, Texas -- report on competitive factors. Submitted, March 28, 1997.

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

COMPETITIVE FACTORS REPORTS

Richmond NationsBank, N.A., Charlotte, North Carolina, proposed merger with Boatmen's Bank of Franklin County, Benton, Illinois; Boatmen's National Bank of Coles County, Charleston, Illinois; Boatmen's National Bank of Central Illinois, Hillsboro, Illinois; Boatmen's Bank of South Central Illinois, Mount Vernon, Illinois; Boatmen's Bank of Quincy, Quincy, Illinois; Boatmen's National Bank of Boonville, Boonville, Missouri; Boatmen's Osage Bank, Butler, Missouri; Boatmen's National Bank of Cape Girardeau, Cape Girardeau, Missouri; Boatmen's Bank of Southwest Missouri, Carthage, Missouri; Boatmen's Bank of Mid-Missouri, Columbia, Missouri; NationsBank, National Association (Mid-West), Kansas City, Missouri; Boatmen's Bank of Kennett, Kennett, Missouri; Boatmen's National Bank of Lebanon, Lebanon, Missouri; Boatmen's River Valley Bank, Lexington, Missouri; Boatmen's Bank of Marshall, Marshall, Missouri; Boatmen's Bank of Pulaski County, Richland, Missouri; Boatmen's Bank of Rolla, Rolla, Missouri; Boatmen's National Bank of St. Louis, St. Louis, Missouri; Boatmen's Bank of Troy, Troy, Missouri; and Boatmen's First National Bank of West Plains, West Plains, Missouri -- report on competitive factors.
Submitted, March 24, 1997.

Philadelphia Northumberland National Bank, Northumberland, Pennsylvania, proposed merger with Northumberland Interim National Bank -- report on competitive factors.
Submitted, March 26, 1997.

Dallas Norwest Bank Texas, Lubbock, Texas, proposed acquisition of two branches of Norwest Bank Texas, South Central, Victoria, Texas, at 4101 North JBS Parkway, Odessa, Texas, and 110 East Seventh Street -- report on competitive factors.
Submitted, March 25, 1997.

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

COMPETITIVE FACTORS REPORTS

Dallas Norwest Bank Texas South, N.A., San Antonio, Texas, proposed merger with Norwest Bank Texas, Bandera, Texas; Norwest Bank Texas, Comfort, Texas; Norwest Bank Texas, Kerrville N.A., Kerrville, Texas; and Norwest Bank Texas, Waco N.A., Waco, Texas -- report on competitive factors.
Submitted, March 25, 1997.

St. Louis Peoples Bank of Murray, Murray, Kentucky, proposed merger with PBM Bank, Inc. -- report on competitive factors.
Submitted, March 27, 1997.

Cleveland Peoples Home Savings Bank, Beaver Falls, Pennsylvania, proposed merger with Peoples Home Interim Savings Bank -- report on competitive factors.
Submitted, March 26, 1997.

Richmond Southern Bank and Trust Company, Mount Olive, North Carolina, proposed acquisition of certain assets and assumption of certain liabilities of the Aulander, Aurora, and Hamilton, North Carolina, branches of Wachovia Bank of North Carolina, N.A., Winston-Salem, North Carolina -- report on competitive factors.
Submitted, March 24, 1997.

Atlanta Suntrust Bank, East Tennessee, National Association, Knoxville, Tennessee, proposed merger with Suntrust Bank, Northeast Tennessee, National Association, Johnson City, Tennessee -- report on competitive factors.
Submitted, March 26, 1997.

Dallas Texas National Bank, Sweetwater, Texas, proposed acquisition of a branch at 401 East Broadway of State National Bank of West Texas, Lubbock, Texas -
- report on competitive factors.
Submitted, March 24, 1997.

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

COMPETITIVE FACTORS REPORTS

Boston	Tolland Bank, Tolland, Connecticut, proposed merger with Interim Tolland Bank -- report on competitive factors. Submitted, March 25, 1997.
San Francisco	Tracy Bankshares, Inc., Denver, Colorado, proposed acquisition of Tracy Federal Bank, F.S.B. Tracy, California -- report on competitive factors. Submitted, March 28, 1997.
San Francisco	Washington Mutual, Inc., Seattle, Washington, proposed acquisition of Great Western Financial Corporation, Chatsworth, California -- report on competitive factors. Submitted, March 26, 1997.
San Francisco	Washington Mutual Bank, Seattle, Washington, proposed acquisition of the Lake Oswego, Oregon, branch of Washington Mutual Bank FSB, Salt Lake City, Utah -- report on competitive factors. Submitted, March 28, 1997.
Cleveland	Wayne Savings Bancshares, Inc., Wooster, Ohio, proposed acquisition of Wayne Savings and Loan Company -- report on competitive factors. Submitted, March 26, 1997.
Dallas	West Texas State Bank, Snyder, Texas, proposed merger with First National Bank of Rowena, Rowena, Texas -- report on competitive factors. Submitted, March 25, 1997.

EXTENSIONS OF TIME

San Francisco	Bank of Tokyo-Mitsubishi, LTD., Tokyo, Japan -- extension to divest certain property. Granted, March 28, 1997.
St. Louis	Community State Bancshares, Inc., Shelbina, Missouri -- extension to April 25, 1997, to acquire Community State Bank. Granted, March 25, 1997.

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

EXTENSIONS OF TIME

Director, BS&R First Bank System, Inc., Minneapolis, Minnesota --
extension to divest certain property.
Granted, March 24, 1997.

Kansas City Front Range Bancshares, Inc., Lakewood, Colorado --
extension to June 2, 1997, to acquire common stock
of Front Range Bank.
Granted, March 26, 1997.

Dallas SW&KM Holdings, LLC, Del Rio, Texas -- extension to
June 27, 1997, to acquire Westex Bancorp, Inc.
Granted, March 27, 1997.

Dallas SW&KM Limited Partnership, Del Rio, Texas --
extension to June 27, 1997, to acquire Westex
Bancorp, Inc.
Granted, March 27, 1997.

MEMBERSHIP

Kansas City Citizens Security Bank & Trust Company, Bixby,
Oklahoma -- to become a member of the Federal
Reserve System.
Approved, March 25, 1997.

Richmond Metro-County Bank of Virginia, Inc., Mechanicsville,
Virginia -- to become a member of the Federal
Reserv system.
Approved, March 27, 1997.

Minneapolis Provincial Bank, Lakeville, Minnesota -- to become a
member of the Federal Reserve System.
Withdrawn, March 24, 1997.

REGULATIONS AND POLICIES

Secretary Federal Open Market Committee -- minutes of the
FOMC meeting on February 4-5, 1997.
Published, March 27, 1997.

FOMC Short term interest rates -- increase in federal
funds rate.
Approved, March 25, 1997.

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

RESERVE BANK SERVICES

Director, FRBO Federal Reserve Bank of Chicago -- to offer
commercial check image capture products at the
Milwaukee office.
Approved, March 24, 1997.

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ADDITIONS AND CORRECTIONS

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

EXTENSIONS OF TIME

Chicago

Security National Corporation, Sioux City, Iowa --
extension to July 28, 1997, to acquire Security
National Bank of South Dakota, Dakota Dunes, South
Dakota.
Granted, March 21, 1997.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>Application</u>	<u>Comment</u>	<u>Period Ending Date</u>
	NONE	

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

<u>Application</u>	<u>Comment</u>	<u>Period Ending Date</u>
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*	<u>Newspaper</u> <u>Federal Register</u>	Not Yet Established 04-14-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<u>Application</u>	<u>Comment</u>	<u>Period Ending Date</u>
	NONE	

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

<u>Application</u>
NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

<u>Institution</u>	<u>Examination Date</u>	<u>Rating**</u>
	NONE	

*Subject to CRA.

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

FEDERAL RESERVE BANK OF NEW YORK

**Comment Period
Ending Date**

SECTION I

**Applications Subject to Newspaper
Notice Only**

The Bank of New York, New York, New York, to establish branches at Waldbaum Supermarkets at the following locations:
50 Manetto Hill Road, Plainview, New York, and 2162 Nesconset Highway, Stony Brook, New York. 1/

04/25/97

SECTION II

**Applications Subject to Both
Newspaper and Federal Register Notice**

Korea Long-Term Credit Bank, Seoul, Korea ("Applicant"), to acquire up to 9.51 percent of the voting stock of Nara Bank, National Association, Los Angeles, California. 1/

04/24/97 3/

Kinderhook Bancorp, Kinderhook, New York, to acquire 100 percent of the shares of The National Union Bank of Kinderhook, Kinderhook, New York ("Bank"), and thereby become a bank holding Company with respect to Bank. 1/

04/09/97 3/

SECTION III

**Nonbanking Applications
(subject to Federal Register Notice Only)**

Credit Suisse Group, Zurich, Switzerland, to acquire through Credit Suisse First Boston Corporation, New York, New York, a 34.88 percent ownership interest in TradeWeb, L.L.C., New York, New York, and thereby engage indirectly in data processing activities.

N/A

Swiss Bank Corporation, Basel, Switzerland, to acquire through its wholly-owned subsidiary, SBC Holdings, New York, New York, a 9.3 percent ownership interest in TradeWeb L.L.C., New York, New York, and thereby engage indirectly in data processing activities.

N/A

SECTION IV

**Applications Not Involving
Public Comment**

None.

SECTION V

Availability of CRA Public Evaluations

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following group:

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Week Ending March 22, 1997

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
The Adirondack Trust Company 473 Broadway Saratoga Springs, New York 12866	Outstanding	October 21, 1996

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

FEDERAL RESERVE BANK OF PHILADELPHIA

**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: 04/22/97

Penns Woods Bancorp, Inc., Williamsport, PA to acquire 6.39 percent of the voting shares of Columbia Financial Corporation, Bloomsburg, PA, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Newspaper comment period expires: 04/24/97
Federal Register comment period expires: 04/25/97

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

NONE

**SECTION III - APPLICATIONS RECEIVED AND SUBJECT TO FEDERAL
REGISTER NOTICE ONLY**

NONE

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

First National Community Bancorp, Inc., Dunmore, PA to become a bank holding company through the acquisition of First National Community Bank, Dunmore, PA, pursuant to Section 319 and Section 3(a)(1) of the Bank Holding Company Act.

Newspaper comment period expires: N/Avail

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending March 28, 1997.

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

<u>Bank/Location</u>	<u>Examination Date</u>	<u>CRA Rating</u>
NONE	NONE	NONE

AVAILABILITY OF CRA PUBLIC EVALUATIONS
(March 28, 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 28, 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

<u>Application</u>	<u>Comment Period Ending Date</u>
Talbot Bancshares, Inc., Easton, Maryland, to become a bank holding company through the acquisition of 100% of the voting shares of The Talbot Bank of Easton, Maryland, Easton, Maryland.*	4-4-97
Triangle Bank, Raleigh, North Carolina, to establish a branch inside the Winn Dixie Supermarket at 1727 West Cumberland Avenue, Dunn, North Carolina.*	4-7-97
Bay Banks of Virginia, Inc., Kilmarnock, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Bank of Lancaster, Kilmarnock, Virginia.*	4-7-97
Crestar Bank, Richmond, Virginia, to establish a branch in the Roundwood Shopping Center at the intersection of Padonia and Roundwood Roads, Timonium, Maryland.*	4-11-97
Citizens Bank of Tazewell, Tazewell, Virginia, to establish a branch at 910 East Main Street, Wytheville, Virginia.*	4-21-97
George Mason Bank, Fairfax, Virginia, to merge with George Mason Bank, National Association, Bethesda, Maryland.*	4-25-97

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

Application

Comment Period Ending Date

None.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

None.

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

Application

None.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending March 28, 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.

<u>RSSD</u> <u>Number</u>	<u>Name of Bank</u>	<u>Rating</u>	<u>Examination</u> <u>Date</u>
214722	Chesapeake Bank 1 North Main Street Kilmarnock, Virginia	1-13-97	Satisfactory
713926	Farmers and Merchants Bank 205 South Main Street Timberville, Virginia 22853-9521	1-13-97	Outstanding

Section 1 -Applications Subject to Newspaper Notice Only

Application Comment Period Ending Date

First Newton Bank
Covington, Georgia
To establish a branch located at 1767 Rock Quarry Road, Stockbridge, Georgia, pursuant to Section 18(c) of the Federal Deposit Insurance Act.

04-07-97

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

Application

Comment Period Ending Date

PAB Bankshares, Inc.
Valdosta, Georgia
To acquire First Federal Savings Bank of Bainbridge, Bainbridge, Georgia, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

04-11-97*
Federal Register

Cumberland Bancorp, Inc.
Carthage, Tennessee
To acquire 9.2 percent of the outstanding shares of The Bank of Mason, Mason, Tennessee, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

04-04-97*
Federal Register

Section 3 -Applications Subject to Federal Register Only

Application

Comment Period Ending Date

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.

04-24-97

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

Application

None.

Section 10 -Availability of CRA Public Evaluations

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

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

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

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

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

<u>Bank</u>	<u>CRA Rating</u>	<u>Examination Date</u>
The Bank of Nashville P. O. Drawer 198986 Nashville, Tennessee 37219 (615) 271-2000	Satisfactory	12-16-96

Recently Approved Applications

Approval Date

*Regions Financial Corporation
Birmingham, Alabama*

03-24-97

To merge with Gulf South Bancshares, Inc., Gretna, Louisiana, and thereby directly acquire its subsidiary bank, Gulf South Bank and Trust Company, Gretna, Louisiana, pursuant to Section 3(a)(5) of the Bank Holding Company Act.

*Pointe Bank
Pembroke Pines, Florida*

03-28-97

To merge with Pointe Federal Savings Bank, Boca Raton, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.

*Pointe Bank
Pembroke Pines, Florida*

03-28-97

To acquire certain assets and assume certain liabilities of Pointe Federal Savings Bank, Boca Raton, Florida, pursuant to Section 5(d)(3) of the Federal Deposit Insurance Act, as amended by the Federal Deposit Insurance Corporation Improvement Act of 1991.

*First Citizens Corporation
(formerly Newnan Holdings, Inc.)
Newnan, Georgia*

03-25-97

To merge with Tara Bankshares Corporation, Riverdale, Georgia, and thereby directly acquire its subsidiary bank, Tara State Bank, Riverdale, Georgia, pursuant to Section 3(a)(5) of the Bank Holding Company Act.

*Whitney Holding Corporation
New Orleans, Louisiana*

03-26-97

To merge with Merchants Bancshares, Inc., Gulfport, Mississippi, and thereby directly acquire its subsidiary bank, Merchants Bank & Trust Company, Bay Saint Louis, Mississippi, pursuant to Section 3(a)(5) of the Bank Holding Company Act.

*Whitney Holding Corporation
New Orleans, Louisiana*

03-26-97

To acquire Whitney National Bank of Mississippi, Gulfport, Mississippi (in organization), pursuant to Section 3(a)(3) of the Bank Holding Company Act.

*Deposit Guaranty Corp.
Jackson, Mississippi*

03-25-97

Request for waiver of the application requirement of Section 3(a)(5) of the Bank Holding Company Act for Deposit Guaranty Louisiana Corporation, Shreveport, Louisiana, to merge with First Capital Bancorp, Inc., Monroe, Louisiana, and thereby directly acquire its wholly-owned bank subsidiary, First Capital Bank, Monroe, Louisiana.

*Overton Financial Services, Inc.
Livingston, Tennessee*

03-25-97

To acquire shares of SecurAmerica Holding Corporation, Memphis, Tennessee, and engage in community development activities, pursuant to Section 225.25(b)(6) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.

APPLICATIONS BULLETIN

Federal Reserve Bank of Chicago

The Applications Bulletin identifies:

- (1) final applications received by the Federal Reserve Bank of Chicago during the week ending March 28, 1997 which are not subject to Federal Register or Newspaper notice;
- (2) final applications being processed by the Federal Reserve Bank of Chicago, which are subject to Federal Register and/or Newspaper notice with comment periods ending during or after the week ending March 28, 1997, or with comment periods which are unknown at this time;
- (3) Community Reinvestment Act (CRA) Ratings for state member banks whose CRA examinations become publicly available during the week ending March 28, 1997. Also, on a quarterly basis, a list will be provided of those state member banks tentatively scheduled for a CRA examination during the upcoming calendar quarter.

This Applications Bulletin is published weekly as a courtesy of the Federal Reserve Bank of Chicago and does not constitute notice of these applications. The Applications Bulletin is also available on our Web Page which is located at www.frbchi.org.

If members of the public want to comment on an application, comments must be received by the Federal Reserve on or before the last day of the comment period. The comment period ends no earlier than the date specified in the newspaper notice and, in the case of bank holding company applications for which a Federal Register notice is published, may end later than that date. If you have any questions concerning procedures that should be followed in commenting on an application, you may contact Alicia Williams, Vice President at (312) 322-5910. Comments may be sent to Supervision and Regulation, Applications Division, Federal Reserve Bank of Chicago, 230 South LaSalle Street, Chicago, Illinois 60604; or via FAX to (312) 322-5894.

If you cannot submit your comments by the end of the time period, you may request an extension of time by contacting the Secretary of the Federal Reserve Board, Washington, D. C. 20551. Your request for an extension of time must be received no later than the last date of the comment period and should explain why you are unable to submit your comments on time. You will find more information on how to request additional time in the Code of Federal Regulations ("CFR") at 12 CFR §262.25(B) (as revised, Press Release (January 31, 1984), 49 Federal Register 5603 (February 14, 1984)).

For information on the Board's policy concerning the holding of public meetings, please see the Board's Policy Statement of Handling Protested Applications, 12 CFR §262.25(C) and (D) (1984). The procedure for requesting a hearing can be found at 12 CFR §262.3(e). You may wish to consult A Citizens Guide to CRA, published by the Federal Financial Institutions Examination Council.

Please note that public comment periods may expire without being published in the Applications Bulletin. Individuals interested in comment periods pertaining to a particular application are encouraged to contact Medelyn Cabriga, Applications Division at (312) 322-6145.

Federal Reserve Bank of Chicago

*Section I - Applications Subject to Newspaper
Notice Only*

<i><u>Type</u></i>	<i><u>Application</u></i>	<i><u>Comment Period Ending Date</u></i>
<i>Member</i>	<i>NorthSide Community Bank Gurnee, Illinois To become a member of the Federal Reserve System</i>	<i>NP - **</i>
<i>3(a)(1) Notice</i>	<i>IBC Bancorp, Inc. Chicago, Illinois International Bank of Chicago Chicago, Illinois</i>	<i>NP - 03-26-97</i>
<i>Merger & Branch</i>	<i>Security Savings Bank Farnhamville, Iowa Boxholm, Iowa branch office of Boone Bank and Trust Company Boone, Iowa Branch at 200 2nd Street Boxholm, Iowa</i>	<i>NP - **</i>
<i>Merger & Branch</i>	<i>Old Kent Bank Grand Rapids, Michigan Commercial and Savings Bank of St. Claire County Saint Claire, Michigan Algonac Savings Bank Algonac, Michigan and to establish 15 branches</i>	<i>NP - **</i>
<i>Merger & Branch</i>	<i>M&I Madison Bank Madison, Wisconsin M&I Bank Southwest Spring Green, Wisconsin and to establish 11 branches</i>	<i>NP - **</i>

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(1)	CH and JD Byrum, LLC* Indianapolis, Indiana American State Corporation Lawrenceburg, Indiana American State Bank Lawrenceburg, Indiana	FR - 4-14-97 NP - 3-26-97
3(a)(3)	National Canton Bancshares, Inc.* Canton, Illinois Sturm Investment, Inc. Denver, Colorado Union National Bank of Macomb Macomb, Illinois	FR - 4-18-97 NP - **
3(a)(3)	Old Second Bancorp, Inc.* Aurora, Illinois Maple Park Bancshares, Inc. Maple Park, Illinois First State Bank of Maple Park Maple Park, Illinois	FR - 4-4-97 NP - 4-14-97
3(a)(1)	Bando McGlocklin Capital Corporation* Pewaukee, Wisconsin InvestorsBank (in organization) Pewaukee, Wisconsin	FR - 4-7-97 NP - 4-7-97
CoC-HC	Osceola Bancorporation Osceola, Iowa By Denis L. And Sandra Kale	FR - 4-16-97 NP - **
CoC-HC	First Fontanelle Bancorporation Fontanelle, Iowa By Ralph E. Wollenhaupt as Trustee	FR - ** NP - **
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

Federal Reserve Bank of Chicago

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

<u><i>Type</i></u>	<u><i>Application</i></u>	<u><i>Comment Period Ending Date</i></u>
<i>4(c)(8)</i>	<i>Shoreline Financial Corporation Benton Harbor, Michigan SJS Bancorp, Inc. St. Joseph, Michigan SJS Federal Savings Bank St. Joseph, Michigan</i>	<i>FR - 3-13-97 NP - **</i>
<i>3(a)(3)</i>	<i>Parkway Bancorp, Inc.* Harwood Heights, Illinois Jefferson Holding Corp. Chicago, Illinois Jefferson State Bank Chicago, Illinois</i>	<i>FR - 4-21-97 NP - **</i>
<i>COC-HC Leighton, Iowa</i>	<i>Leighton Investment Company NP - ** By Helen Glending and Harold A. and Ethel R. DeBruin</i>	<i>FR - 4-11-97</i>
<i>3(a)(3)</i>	<i>Amcore Financial, Inc.* Rockford, Illinois Country Bank Shares Corporation Mount Horeb, Wisconsin Citizens State Bank Clinton, Wisconsin Montello State Bank Montello, Wisconsin State Bank of Argyle Argyle, Wisconsin State Bank of Mount Horeb Mount Horeb, Wisconsin Belleville Bancshares Corporation Belleville, Wisconsin Belleville State Bank Belleville, Wisconsin</i>	<i>FR - 4-22-97 NP - 4-17-97</i>

Federal Reserve Bank of Chicago

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

<i><u>Type</u></i>	<i><u>Application</u></i>	<i><u>Comment Period Ending Date</u></i>
<i>4(c)(8)</i>	<i>Old Second Bancorp, Inc. Aurora, Illinois Maple Park Mortgage Company Maple Park, Illinois</i>	<i>FR - 4-4-97</i>
<i>4(c)(8)</i>	<i>Bando McGlocklin Capital Corporation Pewaukee, Wisconsin Bando McGlocklin Small Business Lending Company and Bando McGlocklin Investment Corporation Pewaukee, Wisconsin</i>	<i>FR - 4-7-97</i>

Federal Reserve Bank of Chicago

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

Type

Application

ROS-HC

Anchor Bancorporation, Inc.

Farmer City, Illinois

To redeem 102 shares of its outstanding shares

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 28, 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.

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
Port Byron State Bank 124 North Main Port Byron, Illinois 61275-0627 (309) 523-2161	12/09/96	S
The Auburn State Bank 101 North Main Street Auburn, Indiana 46706-1868 (219) 925-3060	11/18/96	S
First Banking Center - Albany 102 West Main Street Albany, Wisconsin 53502-0069 (608) 862-3214	12/11/96	O
F&M Bank - Portage County 31 Park Ridge Drive Stevens Point, Wisconsin 54481-4435 (715) 341-6691	11/18/96	O

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING MARCH 28, 1997

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application

End of Comment Period

None.

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

Application

End of Comment Period

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application

End of Comment Period

None.

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

Application

End of Comment Period

None.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
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. *	May 1, 1997
First Interstate Bank of Commerce, Billings, Montana, to merge with First Interstate Bank of Montana, N.A., Kalispell, Montana, and Mountain Bank, Whitefish, Montana, and incident thereto, establish branches in the Montana communities of Kalispell, Whitefish, Evergreen, Great Falls, and Cutbank. *	Not yet available

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

<u>Application</u>	<u>Comment Period Ending Date</u>
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. *	April 24, 1997 (Federal Register)
Sankovitz Family Limited Partnership, Waseca, Minnesota and Frankson Investment Corporation, Waseca, Minnesota for prior approval to acquire 100% of the voting shares of the Bank of Ellendale, Ellendale, Minnesota. *	April 28, 1997 (Federal Register)
Bay Bankcorp, Inc., Gladstone, Michigan for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of baybank, Gladstone, Michigan. *	April 28, 1997 (Federal Register)
Retroactive notification by Stephen Habberstad and Susan Boschetti to acquire control of 39.9% and 33.3%, respectively of the voting shares of Country Bankers, Inc., Blooming Prairie, Minnesota.	Not yet available
First Bank System, Inc., Minneapolis, Minnesota for prior approval to acquire 100% of the voting shares of the First Bank of South Dakota (National Association), Sioux Falls, South Dakota. *	Not yet available

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

Comment Period
Ending Date

Minnwest Corporation, Montevideo, Minnesota to engage in sale of insurance and investment advisory activities through the acquisition of Minnwest Investment and Insurance Center, Inc., Montevideo, Minnesota.

Not yet available

First Bank System, Inc., Minneapolis, Minnesota to engage in savings association activities through the acquisition of First Interim Bank of Casper, fsb, Casper, Wyoming and First Interim Bank of Cheyenne, fsb, Cheyenne, Wyoming.

Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending March 28, 1997

ASSIGNMENT OF RATING

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

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

<u>BANK(S) EXAMINED</u>	<u>DATE OF EXAMINATION</u>	<u>CRA RATING</u>
Rocky Mountain Bank P.O. Box 80450 Billings, Montana 59108-0450	December 2, 1996	Satisfactory
First Valley Bank P.O. Box 720 Seeley Lake, Montana 59868	December 16, 1996	Satisfactory

KANSAS CITY RESERVE BANK APPLICATIONS AND REPORTS RECEIVED
During the week ending March 21, 1997

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Bank of Cushing & Trust Company, Cushing, Oklahoma, for prior approval to establish a branch office at 2106 E. Main, Cushing, Oklahoma.	Not Available

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

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Frank L. Carson, III, Mulvane, Kansas, for prior approval to increase ownership from 1.68 percent to 93.96 percent of the voting shares of Mulvane Bancshares, Inc., Mulvane, Kansas.	Not Available
Pinnacle Bancorp, Inc., Central City, Nebraska, for prior approval to acquire 100 percent of the voting shares of First Ogallala Investment, Inc., Ogallala, Nebraska.*	April 25, 1997

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
None.	

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

<u>APPLICATION</u>
None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<u>Bank/Location</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
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None.

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF MARCH 24, 1997

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

APPLICATION

NOTICE EXP

None.

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

APPLICATION

** NOTICE EXP

*Section 3(a)(1) application by
Bonstate Bancshares, Inc., Bonham, TX,
to acquire Bonham Financial Services, Inc.,
Dover, DE, and Bonham State Bank, Bonham, TX

N/A

*Section 3(a)(1) application by
Bonham Financial Services, Inc., Dover, DE
to acquire Bonham State Bank, Bonham, TX

N/A

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

APPLICATION

NOTICE EXP

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 24, 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.

Bank

Date of
Examination

CRA Rating

None.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 3/28/97

Section I - Applications Subject to Newspaper Notice Only Date

Application

Comment Period Ending Date

Harbor Bancorp, Inc., Aberdeen, Washington, to become a bank holding company by acquiring The Bank of Grays Harbor, Aberdeen, Washington. *

Newspaper: 3/28/97

Barnes Banking Co., Kaysville, Utah, to establish a branch office at 1700 South 1000 West, Syracuse, Utah. *

Newspaper: 4/12/97

Oregon Pacific Banking Company, Florence, Oregon, to establish a mobile branch office in Lane County, Oregon. *

Newspaper: 4/19/97

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

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 35.0 percent of Rancho Santa Fe National Bank, Rancho Santa Fe, California, and at least 24.9 percent of First Community Bank of the Desert, Yucca Valley, California. *

Newspaper: Not available

Fed. Reg.: 4/25/97

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 merge with California Commercial Bancshares, Newport Beach, California. *

Newspaper: Not available

Fed. Reg.: 4/18/97

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 3/28/97

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

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. *

Newspaper: Not available

Fed. Reg.: 4/18/97

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

Fed. Reg.: 4/11/97

Dartmouth Capital Group, Inc., Dartmouth Capital Group, L.P., Commerce Security Bancorp, Inc., all of Huntington Beach, California, to acquire Eldorado Bancorp, Irvine, California, and SDN Bancorp, Encinitas, California, to merge with Eldorado Bancorp. *

Newspaper: Not available

Fed. Reg.: 4/25/97

Dartmouth Capital Group, Inc., Dartmouth Capital Group, L.P., and Commerce Security Bancorp, Inc., all of Huntington Beach, California, to acquire an option to purchase 11 percent of Eldorado Bancorp, Irvine, California. *

Newspaper: Not available

Fed. Reg.: 4/25/97

Zubair and Khatija Kazi, Studio City, California, and Yahia and Magda Abdul-Rahman, Altadena, California, to acquire up to 55 percent of Greater Pacific Bancshares, Whittier, California. *

Newspaper: Not available

Fed. Reg.: 4/17/97

Imperial Bancorp, Inglewood, California, to acquire Imperial Bank of Arizona, Phoenix, Arizona. *

Newspaper: Not available

Fed. Reg.: Not available

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 3/28/97

Section III - Applications Subject to Federal Register Only

None

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

Humboldt Bank, Eureka, California, to invest up to \$1.2 million in a community development project.

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.

<u>Institution</u>	<u>Location</u>	<u>Examination Date</u>	<u>Rating*</u>
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None

*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.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 3/28/97

Section V - Availability of CRA Public Evaluations (Cont'd.)

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.

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