

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
ACTIONS TAKEN BY THE BOARD OF GOVERNORS

H.2, 1997, No. 24
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending June 14, 1997

ADVISORY COUNCILS

Consumer Advisory Council -- Federal Reserve Board is seeking nominations of qualified individuals for 13 appointments.
Announced, June 13, 1997.

Thrift Institutions Advisory Council.
Convened, June 13, 1997.

BANK HOLDING COMPANIES

Allied Irish Banks, plc, Dublin, Ireland, and First Maryland Bancorp, Baltimore, Maryland -- request for reconsideration of the Board's approval of the applications and notices to acquire Dauphin Deposit Corporation, Harrisburg, Pennsylvania, and Dauphin's banking and nonbanking subsidiaries.
Denied, June 12, 1997.

Banc One Corporation, Columbus, Ohio -- request for reconsideration of the Board's approval of the notification to merge with First USA, Inc., Dallas, Texas, and engage in certain nonbanking activities.
Denied, June 12, 1997.

Bank SinoPac, Taipei, Taiwan, and SinoPac Bancorp, Los Angeles, California -- to acquire Far East National Bank, Los Angeles, California.
Approved, June 11, 1997.

Fortis AG, Brussels, Belgium, and Fortis AMEV, Utrecht, the Netherlands -- request for temporary exemption under section 4(c)(9) of the Bank Holding Company Act.
Permitted, June 11, 1997.

National Canton Bancshares Inc., Canton, Illinois -- to acquire Sturm Investment, Inc., Denver, Colorado, and Union National Bank of Macomb, Macomb, Illinois.
Approved, June 11, 1997.

FORMS

Consolidated Report of Condition and Income for Edge and Agreement Corporations (FR 2886b) -- extension, with revisions.
Approved, June 13, 1997.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

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.
Approved, June 12, 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

New York	Chase Manhattan Bank, New York, New York -- to establish a branch on the premises of the Greely Building, 132 West 31st Street. Approved, June 13, 1997.
Richmond	Crestar Bank, Richmond, Virginia -- to establish a branch in the Liberty Fair Kroger, 240 West Commonwealth Boulevard, Martinsville, Virginia. Approved, June 9, 1997.
Richmond	Crestar Bank, Richmond, Virginia -- to establish a branch in the Willow Lawn Hannaford Supermarket, 1601 Willow Lawn Drive. Approved, June 9, 1997.
Richmond	Crestar Bank, Richmond, Virginia -- to establish a branch in the Mechanicsville Wal-Mart, 7430 Bell Creek Road, Mechanicsville, Virginia. Approved, June 9, 1997.
Richmond	Crestar Bank, Richmond, Virginia -- to establish a branch in the Amherst Highway Wal-Mart at the intersection of U.S. Route 29 and Woody's Lake Road, Madison Heights, Virginia. Approved, June 9, 1997.

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

BANK BRANCHES, DOMESTIC

Kansas City	Lafayette State Bank, Lafayette, Colorado -- to establish branches at 785 Cheesman Street, Erie, and 5720 120th Avenue, Broomfield, Colorado Approved, June 11, 1997.
Atlanta	Republic Security Bank, West Palm Beach, Florida -- to establish a branch at 7300 Lake Worth Road, Lake Worth, Florida. Approved, June 13, 1997.
Atlanta	Southwest Georgia Bank, Moultrie, Georgia -- to establish a drive-through branch at 205 Second Street, S.E. Approved, June 13, 1997.

BANK HOLDING COMPANIES

St. Louis	Allegiant Bancorp, Inc., Clayton, Missouri -- to acquire Reliance Financial, Inc., St. Louis, Missouri, and indirectly acquire Reliance Federal Savings and Loan Association of St. Louis County, and engage in the operation of a thrift association. Permitted, June 12, 1997.
Kansas City	Allen Bancshares, Inc., Allen, Oklahoma -- to engage in the activity of factoring accounts receivable. Permitted, June 12, 1997.
Chicago	Bancorp of New Glarus, Inc., New Glarus, Wisconsin -- to acquire The Bank of New Glarus, New Glarus, Wisconsin. Approved, June 11, 1997.
San Francisco	Bank of Idaho Holding Company, Idaho Falls, Idaho -- to acquire Bank of Eastern Idaho. Approved, June 12, 1997.
Chicago	Hawthorn Corporation, Mundelein, Illinois -- to acquire Hawthorn Bank. Approved, June 10, 1997.

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

BANK HOLDING COMPANIES

Cleveland	Mellon Bank Corporation, Pittsburgh, Pennsylvania -- to acquire 1st Business Corporation, Los Angeles, California. Approved, June 9, 1997.
St. Louis	National City Bancshares, Inc., Evansville, Indiana - - to acquire Bridgeport Bancorp, Inc., Bridgeport, Illinois, and First National Bank of Bridgeport. Approved, June 12, 1997.
Secretary	National City Corporation, Cleveland, Ohio, Louisville, Kentucky, and National Processing, Inc. -- to acquire certain assets of InTraCon, Inc., Burton, Michigan, and engage in financial data processing. Approved, June 12, 1997.
Secretary	National City Corporation, Cleveland, Ohio, and National Processing, Inc., Louisville, Kentucky -- to acquire MRS Jamaica, Inc., Houston, Texas, and engage in processing of healthcare claims and payments. Approved, June 13, 1997.
San Francisco	Prineville Bancorporation, Prineville, Oregon -- to acquire Community First Bank. Approved, June 9, 1997.
San Francisco	Security State Corporation, Centralia, Washington -- to acquire Security State Bank, Centralia, Washington. Approved, June 12, 1997.
San Francisco	Zions Bancorporation, Salt Lake City, Utah -- to acquire Tri-State Bank, Montpelier, Idaho. Approved, June 11, 1997.

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

BANK MERGERS

San Francisco Eldorado Bank, Irvine, California -- to merge with Liberty National Bank, Huntington Beach; Commerce Security Bank, Sacramento, and San Dieguito National Bank, Encinitas, California.
Approved, June 11, 1997.

CHANGE IN BANK CONTROL

Atlanta American Bancorp, Inc., Opelousas, Louisiana -- change in bank control.
Permitted, June 12, 1997.

Cleveland Cumberland Valley Financial Corporation, London, Kentucky -- change in bank control.
Permitted, June 9, 1997.

Chicago First State Bancorp of Monticello, Inc., Monticello, Illinois -- change in bank control.
Permitted, June 13, 1997.

St. Louis Fredonia Valley Bancorp, Inc., Fredonia, Kentucky -- change in bank control.
Permitted, June 11, 1997.

Richmond South Branch Valley Bancorp, Inc., Moorefield, West Virginia -- change in bank control.
Permitted, June 13, 1997.

Dallas South Texas Capital Group, Inc., San Antonio, Texas - change in bank control.
Permitted, June 10, 1997.

COMPETITIVE FACTORS REPORTS

Philadelphia Advanta National Bank, Wilmington, Delaware, proposed merger with Advanta National Bank USA, Wilmington, Delaware -- report on competitive factors.
Submitted, June 13, 1997.

Atlanta Community Bank, Blountville, Alabama, proposed merger with Community Bank, Pulaski, Tennessee -- report on competitive factors.
Submitted, June 11, 1997.

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

COMPETITIVE FACTORS REPORTS

- San Francisco Community First Bank, Prineville, Oregon, proposed merger with Prineville Interim Bank -- report on competitive factors.
Submitted, June 9, 1997.
- Secretary Deposit Guaranty National Bank of Louisiana, Hammond, Louisiana, proposed acquisition of the assets and assumption of the liabilities of Citizens Savings Association, Baton Rouge, Louisiana -- report on competitive factors.
Submitted, June 12, 1997.
- San Francisco Far West Bank, Provo, Utah, proposed acquisition of the assets and assumption of the liabilities of the Price, Utah, branch of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors.
Submitted, June 9, 1997.
- Minneapolis First American Bank, National Association, Breckenridge, Minnesota, proposed merger with First American Bank, National Association, Wahpeton, North Dakota -- report on competitive factors.
Submitted, June 10, 1997.
- Minneapolis First American Bank, National Association, Moorhead, Minnesota, proposed merger with First American Bank, National Association, Lisbon, North Dakota -- report on competitive factors.
Submitted, June 10, 1997.
- Secretary First American National Bank, Nashville, Tennessee, proposed acquisition of the assets and assumption of the liabilities of First American National Bank of Kentucky, Bowling Green, Kentucky -- report on competitive factors.
Submitted, June 9, 1997.
- Secretary First American National Bank, Nashville, Tennessee, proposed acquisition of the assets and assumption of the liabilities of two branches of First American Federal Savings Bank, Roanoke, Virginia -- report on competitive factors.
Submitted, June 11, 1997.

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

COMPETITIVE FACTORS REPORTS

Secretary	First Mountain Bank, Big Bear Lake, California, proposed merger with the Big Bear Lake branch of Bank of America, National Trust and Savings Association, San Francisco, California -- report on competitive factors. Submitted, June 11, 1997.
Minneapolis	First National Bank of River Falls, River Falls, Wisconsin, proposed merger with River Falls Interim National Bank -- report on competitive factors. Submitted, June 12, 1997.
St. Louis	First National Bank of Russellville, Russellville, Arkansas, proposed purchase of the assets and assumption of the liabilities of the Dover and Russellville, Arkansas, branches of First Bank of Arkansas, Russellville, -- report on competitive factors. Submitted, June 12, 1997.
Philadelphia	FNB Bank, National Association, Danville, Pennsylvania, proposed acquisition of certain assets and assumption of certain liabilities of two branches of Mellon Bank, National Association, Pittsburgh, Pennsylvania -- report on competitive factors. Submitted, June 13, 1997.
San Francisco	Glendale Federal Bank, Federal Savings Bank, Glendale, California, proposed merger with Glendale Interim Federal Savings Bank -- report on competitive factors. Submitted, June 9, 1997.
Minneapolis	Jackson Federal Savings and Loan Association, Jackson, Minnesota, proposed merger with Interim Savings Association -- report on competitive factors. Submitted, June 11, 1997.

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

COMPETITIVE FACTORS REPORTS

Richmond Lexington State Bank, Lexington, North Carolina,
 proposed merger with Old North State Bank, Winston-
 Salem, North Carolina -- report on competitive
 factors.
 Submitted, June 10, 1997.

Boston Liberty Bank, Middletown, Connecticut, proposed
 acquisition of certain assets and assumption of
 certain liabilities of the Main Street,
 Middlefield, Connecticut, branch of MidConn Bank,
 Kensington, Connecticut -- report on competitive
 factors.
 Submitted, June 11, 1997.

Kansas City Miami County National Bank of Paola, Paola, Kansas,
 proposed acquisition of the assets and assumption
 of the liabilities of the Nevada, Missouri, and
 Lamar, Missouri, branches of Roosevelt Bank,
 Chesterfield, Missouri -- report on competitive
 factors.
 Submitted, June 11, 1997.

Boston New England Bank and Trust Company, Windsor,
 Connecticut, proposed merger with First Bank of
 West Hartford, Connecticut -- report on competitive
 factors.
 Submitted, June 13, 1997.

St. Louis Old National Bank in Evansville, Evansville, Indiana,
 proposed merger with People's Bank and Trust
 Company, Mt. Vernon, Indiana -- report on
 competitive factors.
 Submitted, June 12, 1997.

Richmond Provident Bank of Maryland, Baltimore, Maryland,
 proposed merger with Citizens Savings Bank F.S.B.,
 Gaithersburg, Maryland -- report on competitive
 factors.
 Submitted, June 12, 1997.

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

COMPETITIVE FACTORS REPORTS

Dallas	San Angelo National Bank, San Angelo, Texas, proposed acquisition of the assets and assumption of the liabilities of branches at 3399 Knickerbocker and 222 South Koenighein Street, and the main office at 301 West Beauregard of Texas Commerce Bank-San Angelo, N.A. -- report on competitive factors. Submitted, June 13, 1997.
Kansas City	State Bank of Oskaloosa, Oskaloosa, Kansas, proposed merger with The State Bank of Oskaloosa -- report on competitive factors. Submitted, June 11, 1997.
Dallas	Texas Bank, Brownwood, Texas, proposed acquisition of the assets and assumption of the liabilities of a branch at 301 North Patrick Street, Dublin, of Pacific Southwest Bank, Corpus Christi, Texas -- report on competitive factors. Submitted, June 11, 1997.
Boston	Webster Bank, Waterbury, Connecticut, proposed merger with People's Savings Bank & Trust, New Britain, Connecticut -- report on competitive factors. Submitted, June 9, 1997.

EXTENSIONS OF TIME

Dallas	A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to September 23, 1997, to acquire ANB Corporation and American National Bank of Terrell. Granted, June 13, 1997.
Richmond	First Union Corporation, Charlotte, North Carolina; NationsBank Corporation, Charlotte, North Carolina; BB&T Corporation, Winston-Salem, North Carolina; and Wachovia Corporation, Winston-Salem, North Carolina -- extension to September 25, 1997, to acquire more than 5 percent of the shares of Education Financial Services, LLC, Winston-Salem, North Carolina. Granted, June 10, 1997.

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

EXTENSIONS OF TIME

Minneapolis TCF Financial Corporation, Minneapolis, Minnesota --
extension to September 21, 1997, to acquire TCF
Colorado Corp., Englewood, Colorado, and TCF
National Bank Colorado.
Granted, June 11, 1997.

Minneapolis Trimont Bancorporation, Inc., Trimont, Minnesota --
extension to September 11, 1997, to acquire
Financial Services of Winger, Winger, Minnesota.
Granted, June 11, 1997.

MEMBERSHIP

San Francisco Eldorado Bank, Irvine, California -- to become a
member of the Federal Reserve System.
Approved, June 11, 1997.

Chicago F&M Bank-Brodhead, Brodhead, Wisconsin -- to become a
member of the Federal Reserve System.
Approved, June 10, 1997.

Kansas City State Bank of Burrton, Burrton, Kansas -- to become a
member of the Federal Reserve System.
Approved, June 12, 1997.

RESERVE BANK SERVICES

Director, FRBO Federal Reserve Bank of Dallas -- to provide net
settlement services to depository institutions that
participate in the Interdistrict Check Exchange and
Settlement Service and that utilize the Clearing
House Association of the Southwest as agent for the
service.
Approved, June 13, 1997.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

RESERVE BANK SERVICES

Net settlement services -- request for comment on an enhancement of Federal Reserve net settlement services (R-0974).
Approved, June 4, 1997.

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

ADDITIONS AND CORRECTIONS

BANK BRANCHES, DOMESTIC

Cleveland	Fifth Third Bank of Northeastern Ohio, Cleveland, Ohio -- to establish a branch at 20220 Center Ridge Road, Rocky River, Ohio. Approved, June 6, 1997.
Cleveland	PremierBank & Trust, Elyria, Ohio -- to establish a branch at Sheffield Crossing, 5231 Detroit Road, Sheffield Village, Ohio. Approved, May 28, 1997.

BANK HOLDING COMPANIES

New York	HSBC Holdings PLC, London, England; HSBC Finance (Netherlands) Limited, Amsterdam, Netherlands, and HSBC Holdings BV -- to engage de novo in lending, leasing, financial advisory and investment advisory activities, trust company functions, and management and consulting activities. Permitted, June 3, 1997.
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BANK MERGERS

Chicago	Old Kent Bank, Grand Rapids, Michigan -- to merge with Old Kent Bank, Elmhurst, Illinois, and to establish 26 branches. Approved, June 13, 1996.
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FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

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

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Northway Financial, Inc.,* Berlin New Hampshire - 3(a)(1)/ 3(a)(5) application to acquire 100% of the voting stock of The Berlin City Bank, Berlin, New Hampshire and to acquire 100% of the voting stock of PEMI Bancorp, Inc., Plymouth, New Hampshire	<u>Newspaper</u> 07/17/97 <u>Federal Register</u> 07/17/97

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 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

SECTION VI - APPLICATIONS BULLETIN

Effective April 21, 1997, information regarding the comment periods associated with applications and notices submitted to the Federal Reserve Bank of Boston for processing under section 3 and 4(c)(8) of the Bank Holding Company Act of 1956, as amended, will be available

24 hours a day by calling the following toll-free number 1-800-896-9480.

FEDERAL RESERVE BANK OF NEW YORK

Comment Period
Ending Date

SECTION I

**Applications Subject to Newspaper
Notice Only**

None.

SECTION II

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

Application by NSS Bancorp, Inc., Norwalk, Connecticut, a proposed bank holding company, to acquire 100 percent of the shares of common stock of Norwalk Savings Society, Norwalk, Connecticut. 1/

7/10/97 3/

SECTION III

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

Anteilsverwaltung-Zentralsparkasse and Bank Austria Aktiengesellschaft, both of Vienna, Austria, to retain certain nonbanking subsidiaries of Creditanstalt-Bankverein, Vienna, Austria in connection with Notificant's acquisition of a 69.45 percent voting interest in Creditanstalt, and thereby engage indirectly in nonbanking 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 June 14, 1997

NAME OF BANK

RATING

EXAMINATION DATE

None.

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- 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**

Ambassador Bank of the Commonwealth, Allentown, PA to establish a branch office at 1605 West Broad Street, Bethlehem, Lehigh County, PA, pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: 07/14/97

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

Fulton Financial Corp, Lancaster, PA to acquire 100 percent of the voting shares of The Peoples Bank of Elkton, Elkton, MD., pursuant to Section 3(a)(3) of the Banking Holding Company Act.

Newspaper comment period expires: 06/23/97
Federal Register comment period expires: N/Avail

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

CoreStates Financial Corp, Philadelphia, PA to expand the activities of CoreStates Securities Corp to include Tier One Section 20 powers, pursuant to Section 4(c)(8) of the Bank Holding Company Act.

Federal Register comment period expires: 06/27/97

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

NONE

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 June 13, 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.

Bank/Location

Examination Date

CRA Rating

NONE

NONE

NONE

APPLICATIONS BULLETIN
(For the week ending June 14, 1997)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received Section 3(a)(1) notice from OSB Bancorp, Inc.,
Osgood, OH on June 12, 1997, to become a bank holding
company by acquiring The Osgood State Bank, Osgood, OH. * July 9, 1997

Received notice from Fifth Third Bank of Northern Kentucky,
Florence, KY on June 12, 1997, of its intent to establish a
branch at 5018 Kentucky Route 16, Taylor Mill, KY. *June 23, 1997

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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

NONE

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

NONE

* - Subject to CRA

N - Newspaper Comment Period

F - Federal Register Comment Period

- Expected to End 30 Days from Date of Receipt

AVAILABILITY OF CRA PUBLIC EVALUATIONS

(June 13, 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 June 13, 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>
First Virginia Bank - Commonwealth, Grafton, Virginia, to establish a branch in the Wal-Mart SuperCenter at 12401 Jefferson Avenue, Newport News, Virginia.*	7-11-97

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

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

Section III - Applications Subject to Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

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

Application

Patapsco Valley Bancshares, Inc.,
Ellicott City, Maryland, to acquire
Central Maryland Services Corporation,
Ellicott City, Maryland, and engage in
data processing activities.

Independent Community Bankshares, Inc.,
Middleburg, Virginia, to acquire Tredegar
Trust Company, Richmond, Virginia, and
engage in trust activities.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending June 13, 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.

RSSD		Examination	
<u>Number</u>	<u>Name of Bank</u>	<u>Date</u>	<u>Rating</u>
353023	Johnsonville State Bank 127 South Georgetown Highway Johnsonville, South Carolina 29555	3-17-97	Satisfactory.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 13, 1997

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Century South Banks, Inc. Gainesville, Georgia To merge with Bank Corporation of Georgia, Macon, Georgia, and thereby directly acquire its subsidiaries, First South Banks, N.A., Macon, Georgia, and AmeriBank, N.A., Savannah, Georgia, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Not yet available*
Hibernia Corporation New Orleans, Louisiana To merge with Executive Bancshares, Inc., Paris, Texas, and thereby directly acquire First National Bank of Paris, Paris, Texas, and Collin County National Bank, McKinney, Texas, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Not yet available*
Deposit Guaranty Corp. Jackson, Mississippi For its subsidiary, CSF Acquisition Corp., Jackson, Mississippi, to acquire CitiSave Financial Corporation, Baton Rouge, Louisiana, and its subsidiary, Citizens Savings Association, F.A., Baton Rouge, Louisiana, and thereby engage in operating a savings association, pursuant to Section 225.28(b)(4)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

*Subject to the provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 13, 1997

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

Application

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 13, 1997

Section 10 - Availability of CRA Public Evaluations

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

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

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

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

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

<u>Bank</u>	<u>CRA Rating</u>	<u>Examination Date</u>
The Home Bank Post Office Box 580 Guntersville, Alabama 35976 (205) 582-3252	Satisfactory	03-03-97
Monroe County Bank Post Office Box 806 Monroeville, Alabama 36461 (334) 575-3132	Satisfactory	03-03-97

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 13, 1997

Recently Approved Applications

Approval Date

Republic Security Bank
West Palm Beach, Florida

06-07-97

To establish a branch located at 7300 Lake Worth Road, Lake Worth, Florida.

Southwest Georgia Bank
Moultrie, Georgia

06-13-97

To establish a drive-thru branch facility located at 205 Second Street, S.E., Moultrie, Georgia.

American Bancorp, Inc.
Opelousas, Louisiana

06-12-97

Change in control notice by Mr. Ronald L. Lashute to acquire an additional 13.33 percent of the outstanding shares of American Bancorp, Inc., Opelousas, Louisiana, which will increase his total ownership to 13.69 percent.

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	M&I Bank of Fox Valley Appleton, Wisconsin 5 branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish 5 branches	NP - **
Merger & Branch	M&I Bank Northeast Green Bay, Wisconsin 10 branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish 10 branches	NP - **
Merger	M&I Bank of Eagle River Eagle River, Wisconsin Eagle River, Wisconsin & Three Lakes, Wisconsin branches of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - **
Merger	M&I Bank of Menomonee Falls Menomonee Falls, Wisconsin Menomonee Falls, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - **
Merger	M&I Bank of Shawano Shawano, Wisconsin Shawano, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - **
Merger	M&I Bank of South Central Watertown, Wisconsin Watertown, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - **
Merger	M&I Central State Bank Oshkosh, Wisconsin Oshkosh, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - **

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	M&I Lake Country Bank Hartland, Wisconsin Oconomowoc, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 326 East Wisconsin Avenue Oconomowoc, Wisconsin	NP - **
Merger	M&I Merchants Bank Rhineland, Wisconsin Rhineland, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - **
Merger	M&I First American Bank Wausau, Wisconsin Wausau, Wisconsin & Rothschild, Wisconsin branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - **
Merger & Branch	M&I Bank of Racine Racine, Wisconsin Racine, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish branches at 468 College Avenue Racine, Wisconsin	NP - **
Branch	State Bank Everly, Iowa 301 North Main Street Everly, Iowa	NP - 6-14-97

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch	1st Source Bank South Bend, Indiana 801 West Wayne Avenue Middlebury, Indiana	NP - 6-23-97
Branch	Prairie Bank & Trust Company Bridgeview, Illinois Caton Farm Road and Route 59 Joliet, Illinois	NP - 6-20-97
Branch	Old Kent Bank Grand Rapids, Michigan 3711 Lapeer Road Flint, Michigan	NP - 5-31-97
Branch	1st Source Bank South Bend, Indiana 815-H South Centerville Road Sturgis, Michigan	NP - 7-7-97

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)	Bancorp of New Glarus, Inc.* New Glarus, Wisconsin Bank of New Glarus New Glarus, Wisconsin	FR - 6-6-97 NP - 6-2-97
CoC-HC	First State Bancorp of Monticello, Inc. Monticello, Illinois by John W. Corley	FR - 5-16-97 NP - 6-03-97
3(a)(1)	FBA Bancorp Inc.* Chicago, Illinois First Bank of the Americas, S.S.B. Chicago, Illinois	FR - 6-12-97 NP - **
3(a)(3)	Central Illinois Bancorp, Inc.* Sidney, Illinois First Ozaukee Capital Corporation Cedarburg, Wisconsin First Ozaukee Savings Bank Cedarburg, Wisconsin	FR - 6-26-97 NP - **
3(a)(3)	Firstbank Corporation* Alma, Michigan Lakeview Financial Corporation Lakeview, Michigan Bank of Lakeview Lakeview, Michigan	FR - 6-9-97 NP - 6-8-97
3(a)(1)	Covest Bancshares, Inc.* Des Plaines, Illinois Covest Bank, N.A. (formerly First Federal Bank for Savings) Des Plaines, Illinois	FR - 7-7-97 NP - 6-30-97

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(1)	Edgar County Banc Shares, Inc.* Paris, Illinois Kansas Banc Corporation Kansas, Illinois Edgar County Bank and Trust Co. Paris, Illinois	FR - 6-30-97 NP - **
3(a)(3)	F&M Bancorporation Kaukauna, Wisconsin Clear Lake Bancorp, Inc. Clear Lake, Wisconsin Landmark Bank Clear Lake, Wisconsin	FR - 7-3-97 NP - **
3(a)(5)	F&M Merger Corporation Kaukauna, Wisconsin Clear Lake Bancorp, Inc. Clear Lake, Wisconsin Landmark Bank Clear Lake, Wisconsin	FR - 7-3-97 NP - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4(c)(8)	Caisse Nationale de Credit Agricole, S.A. Paris, France Dean Witter Reynolds Inc. New York, New York Dean Witter International, Ltd. London, England	FR - 6-13-97
4(c)(8)	Credit Agricole Indosuez Paris, France Dean Witter Reynolds Inc. New York, New York Dean Witter International, Ltd. London, England	FR - 6-13-97
4(c)(8)	Pinnacle Financial Services, Inc. St. Joseph, Michigan CB Bancorp, Inc. Michigan City, Indiana Community Bank, a Federal Savings Bank Michigan City, Indiana	FR - 6-19-97 NP - 6-23-97
4(c)(8)	Pinnacle Financial Services, Inc. St. Joseph, Michigan Indiana Federal Corporation Valparaiso, Indiana Indiana Federal Bank Valparaiso, Indiana IndFed Mortgage Company Valparaiso, Indiana IndFed Investment Services, Inc. Valparaiso, Indiana Forest Holdings, Inc. Lisle, Illinois	FR - 6-19-97 NP - 6-23-97
4(c)(8)	First Chicago NBD Corporation Chicago, Illinois First Chicago Capital Markets, Inc. Chicago, Illinois	FR - 6-30-97

Federal Reserve Bank of Chicago

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

Type Application

NONE

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 June 13, 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>
Isabella Bank and Trust 200 East Broadway Mount Pleasant, Michigan 48858-2314 (517) 772-9471 RSSD# 74140	2/17/97	S
Eastern Michigan Bank 65 North Howard Crosswell, Michigan 48422-1222 (810) 679-2500 RSSD# 643340	2/10/97	O

FEDERAL RESERVE BANK OF ST. LOUIS**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**

Change in control notification involving Nashoba Bankshares, Inc., Memphis, Tennessee, by Waymon H. Welch, Jr. (previously reported during the week ending May 30, 1997).

Federal Register: 6-23-97

* Section 3(a)(3) notification by First Eldorado Bancshares, Inc., Eldorado, Illinois, to acquire Dana Bancorp, Inc., Dana, Indiana.

Newspaper: 7-10-97

* Section 3(a)(3) notification by Enterbank Holdings, Inc., Clayton, Missouri, to acquire 8.33% of City Bancorp, Springfield, Missouri.

Newspaper: 7-13-97

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.

* This notification is subject to CRA.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
New North Shore Bank, Duluth, Minnesota for prior approval to merge with North Shore Bank of Commerce, Duluth, Minnesota and incident thereto, to establish branches in the Minnesota communities of Duluth and Hermantown. *	Not yet available
New North Shore Bank, Duluth, Minnesota, for prior approval to become a member of the Federal Reserve System.	Not yet available
The Peninsula Bank, Ishpeming, Michigan to establish a branch in Negaunee, Michigan. *	June 30, 1997

* 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>
First Bank System, Inc., Minneapolis, Minnesota for prior approval to acquire 100% of the voting shares of the First Bank National Association ND, Fargo, North Dakota, a <i>de novo</i> bank. *	July 3, 1997 (Federal Register)
AMFED Financial, Inc., Minneapolis, Minnesota for prior approval to become a bank holding company upon conversion of its wholly-owned federal savings bank subsidiary to a national bank to be named Norwest Bank Nevada, N.A., Las Vegas, Nevada. *	July 14, 1997 (Federal Register)
Norwest Corporation, Minneapolis, Minnesota for prior approval to continue to own AMFED Financial, Inc., Minneapolis, Minnesota ("AMFED") upon conversion of AMFED's wholly-owned federal savings bank subsidiary to a national bank, to be named Norwest Bank Nevada, N.A., Las Vegas, Nevada. *	July 14, 1997 (Federal Register)
Norwest Corporation, Minneapolis, Minnesota for prior approval to acquire 100% of the voting shares of the Woodhaven National Bank, Fort Worth, Texas. *	July 3, 1997 (Newspaper)
Norwest Corporation, Minneapolis, Minnesota for prior approval to acquire 100% of the voting shares of the Myers Bancshares, Inc., Dallas, Texas. *	July 3, 1997 (Newspaper)

* Subject to CRA

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

Application

Comment Period
Ending Date

NONE.

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 June 13, 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.

BANK(S) EXAMINED

DATE OF EXAMINATION

CRA RATING

The State Bank of Ewen
Cedar Street
P.O. Box 290
Ewen, MI 49925

March 4, 1997

Satisfactory

KANSAS CITY RESERVE BANK APPLICATIONS AND REPORTS RECEIVED
During the week ending June 13, 1997

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
First State Bank of Fort Collins, Fort Collins, Colorado, notice of intent to establish a branch facility at 1112 Oak Ridge Drive, Suite 108, Fort Collins, Colorado.	Not available

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

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Roy Ferguson, Tulsa, Oklahoma, for prior approval to acquire a total of 25.5 percent; Beverly Carter Jackson Q-TIP Trust, Stigler, Oklahoma, to acquire 39.0 percent, Michael S. Leonard, Trustee; Michael S. Leonard, Muskogee, Oklahoma, directly and indirectly, to acquire an additional 64.4 percent, of the voting shares of Stigler Bancorporation, Inc., Stigler, Oklahoma.	July 2, 1997
Daniel Biggs, Great Bend, Kansas, for prior approval to increase ownership from 4.63 percent to 16.25 percent; Merlin Grimes, Great Bend, Kansas, to increase ownership from 4.63 percent to 25.00 percent; ED&J, Inc., c/o David Marmie, Great Bend, Kansas, to increase ownership from 4.63 percent to 22.00 percent; Ronald Carr, Great Bend, Kansas, to acquire 12.5 percent; Dennis Call, Great Bend, Kansas, to acquire 12.5 percent; R. Joe Southard, Great Bend, Kansas, to acquire 11.75 percent of the voting shares of First Wakeeney Agency, Inc., Wakeeney, Kansas.	Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

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>RSSD#</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Farmers State Bank & Trust Co. P.O. Box 737 Lexington, NE 68850-0737	504955	3-10-97	6-9-97	Satisfactory
Security State Bank of Basin P.O. Box 531 Basin, WY 82410-0531	955959	3-17-97	6-13-97	Satisfactory
The Bank of Star Valley P.O. Box 8007 Afton, WY 83110	2396604	3-17-97	6-13-97	Outstanding

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF JUNE 9, 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
Fannin Bancorp, Inc., Employee Stock Ownership
Plan & Trust, Windom, TX, to acquire
Fannin Bancorp, Inc., Windom, TX, and
Fannin Bank, Windom, TX 97/06/23
(Previously reported during the week of 97/05/12)

*Section 3(a)(1) application by
First Marshall Bancshares, Inc., Marshall, TX, to acquire
First Marshall Delaware Bancshares, Inc., Dover, DE,
First Marshall Corporation, Marshall, TX, and
East Texas National Bank, Marshall, TX 97/07/08

*Section 3(a)(1) application by
First Marshall Delaware Bancshares, Inc., Dover, DE,
to acquire First Marshall Corporation, Marshall, TX, and
East Texas National Bank, Marshall, TX 97/07/08

Change in Control Notice by
Alvin L. Fields, Honey Grove, TX, et al,
to acquire an interest in
Quadco Bancshares, Inc., Ladonia, TX 97/06/19

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 JUNE 9, 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.

<u>Bank</u>	<u>Date of Examination</u>	<u>CRA Rating</u>
None.		

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 6/13/97

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Bank of Utah, Ogden, Utah, to establish a branch office at 717 West 1981 North, Layton, Utah. *	<u>Newspaper:</u> 6/13/97

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

Neighborhood Bancorp, San Diego, California, to become a bank holding company by acquiring Neighborhood National Bank (In Organization), San Diego, California. *	<u>Newspaper:</u> 6/16/97
	<u>Fed. Reg.:</u> 6/23/97
Randall M. Proctor, Sandy, Oregon, to increase his ownership up to 24.0 percent of CCB Financial Corporation, Sandy, Oregon. *	<u>Newspaper:</u> Not available
	<u>Fed. Reg.:</u> 6/23/97

Section III - Applications Subject to Federal Register Only

None

Section IV - Applications Not Subject to Federal Register Notice or Newspaper Notice (Cont'd.)

None

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 6/13/97

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>
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.

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

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed as of June 13, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
1st United Bancorp, Boca Raton, FL	Seaboard Savings Bank, F.S.B., Stuart, FL, operating a savings association (b)(4)(ii)	4	Atlanta	June 12, 1997
Altus NBC Corporation, Inc., Oklahoma City, OK	NBC Corporation, Inc., Oklahoma City, OK, and NBC Technologies, Inc., Oklahoma City, OK providing data processing services (b)(14)	4	Kansas City	June 25, 1997
Arrendale, Thomas A., III, Gainesville, GA, Bussey, Cynthia A., Atlanta, GA, and Arrendale, Nelle, Clarkesville, GA, as partners in the Arrendale Undiversified Family Limited Partnership, Baldwin, GA	Habersham Bancorp, Cornelia, GA, and Habersham Bank, Clarkesville, GA	CIBC	Atlanta	June 5, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Banco Bilbao Vizcaya, S.A., Bilbao, Spain	BBV LatInvest Securities Inc., New York, NY, securities activities (b)(1), (b)(4), (b)(15), and (b)(16)	4	New York	March 4, 1997
Bank of Idaho Holding Company, Idaho Falls, ID	Bank of Eastern Idaho, Idaho Falls, IA	3	San Francisco	June 9, 1997
Bank of New York Company, Inc., New York, NY	State Street Boston Corporation, Boston, MA; State Street Bank and Trust Company, Boston, MA, trust, securities and data processing activities (b)(3), (b)(4), and (b)(7)	3 and 4	New York	March 14, 1997
Bedene, John B., Bedene, Bruce Fowler, Bualle, Becky Suzanne, and Bedene, Barry William, as co-trustees of the Trust Estate established by the Will of John H. Bedene, Deceased, all of Arma, KS	Bedene Insurance Agency, Inc., Arma, KS, and The First State Bank, Arma, KS	CIBC	Kansas City	June 18, 1997
Bedford Bancshares, Bedford, TX, and Bedford Delaware Bancshares, Inc., Dover, DE	Western American National Bank, Bedford, TX	3	Dallas	June 23, 1997
Binger Agency, Inc., Binger, OK	Midstate Bancorp, Inc., Hinton, OK, and Legacy Bank TC, Blanchard, OK, and Legacy Bank, Hinton, OK	3	Kansas City	June 20, 1997
Cabot Bankshares, Inc., Cabot, AR	The Capital Bank, Cabot, AR	3	St. Louis	July 11, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Caisse Nationale de Credit Agricole and Credit Agricole Indosuez (formerly Banque Indosuez), both of Paris, France	Indosuez Carr Futures, Inc., Chicago, IL, purchasing the institutional futures business of Dean Witter Reynolds, Inc., & its London, England, based affiliate, Dean Witter Reynolds, Internat'l., Ltd., financial & investment advise (b)(6) and (7)	4	Chicago	June 13, 1997
Central Bancompany, Inc., Jefferson City, MO	Farmers and Traders Bancshares, Inc., California, MO, and Farmers and Traders Bank, California, MO	3	St. Louis	July 7, 1997
Central Illinois Bancorp, Sidney, IL	First Ozaukee Capital Corporation, Cedarburg, WI, and First Ozaukee Savings Bank, Cedarburg, WI	3	Chicago	June 26, 1997
Century Bancorp, MHC, Bridgeton, NJ; and Century Bancorp, Inc., Bridgeton, NJ	Century Savings Bank, Bridgeton, NJ	3	Philadelphia	May 1, 1997
City Bancorp, Springfield, MO	THE BANK, Springfield, MO, a de novo bank	3	St. Louis	July 3, 1997
Cobb Limited Partnership, St. Croix Falls, WI	Financial Services of St. Croix Falls, Inc., St. Croix Falls, WI, and First National Bank of St. Croix Falls, St. Croix Falls, WI	CIBC	Minneapolis	June 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Comerzbank AG, Frankfurt am Main, Germany	CAM Acquisition, LLC, Wilmington, DE Montgomery Asset Mangement, L.P., Montgomery Services, LLC, all of San Francisco, CA, securities activities (b)(7)(i) and (iii); financial & Investment advisory services (b)(6); administrative services	4	New York	May 14, 1997
Commercial Bancshares of Ozark, Inc., Ozark, AL	The Commercial Bank of Ozark, Ozark, AL	3	Atlanta	July 3, 1997
Cooperative Centrale Raiffeisen- Boerenleenbank, B.A., Rabobank Nederland, Utrecht, Netherlands; and Smith Graham & Co. Asset Managers L.P., Houston, TX	Financial advisor (b)(1) & (2)	4	New York	June 17, 1997
CoreStates Financial Corp., Philadelphia, PA	CoreStates Securities Corp., Philadelphia, PA, underwriting; lending (b)(1); investment advice (b)(6); and management consulting (b)(9)	4	Philadelphia	June 27, 1997
Corley, John William, (1) Monticello, IL CONTINUED	First State Bancorp of Monticello, Inc., Monticello, IL State Bank of Hammond, Hammond, IL; First State Bank of Monticello, Monticello, IL; First State Bank of Bloomington, Bloomington, IL; First State Bank of Heyworth, Heyworth, IL; CONTINUED	CIBC	Chicago	May 16, 1997
Corley, John William, (2) Monticelli, IL	and First State Bank of Atwood, Atwood, IL	CIBC	Chicago	May 16, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
CoVest Bancshares, Inc., Des Plaines, IL	CoVest Banc, N.A. (formerly known as First Federal Bank for Savings), Des Plaines, IL	3	Chicago	July 3, 1997
Cox, Walter L., Sr., Naples, TX	Morris County Bankshares, Incorporated, Naples, TX; Morris County National Bank, Naples, TX	CIBC	Dallas	April 30, 1997
Deer, Charlie, Monroeville, AL	First Citizens Bancorp, Inc., Monroeville, AL First Citizens Bank of Monroe County, Monroeville, AL	CIBC	Atlanta	May 27, 1997
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 1997
Dresdner Bank AG, Frankfurt, Germany, and Dresdner Kleinwort Benson, New York, NY	extending credit & servicing loans (b)(1), leasing personal/real property (b)(3), trust company functions (b)(5), financial/investment advisor (b)(6); agency transactional services for customer investment (b)(8); & management consulting & conseling (b)(9)	4	New York	June 17, 1997
ECSB Holding Company, Inc., Fort Walton Beach, FL	American National Financial Corporation, Panama City, FL and First National Bank Northwest Florida, Panama City, FL	3	Atlanta	June 27, 1997
Edgar County Banc Shares, Inc., Paris, IL	Kansas Banc Corporation, Kansas, IL, and Kansas State Bank, Kansas, IL, and Edgar County Bank & Trust Co., Paris, IL	3	Chicago	June 30, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Espeland, James A., Henning, MN	Henning Bancshares, Inc., Henning, MN, and First National Bank of Henning, Henning, MN, and First National Bank of Battle Lake, Battle Lake, MN	CIBC	Minneapolis	June 26, 1997
Ewen Bancshares, Inc., Ewen, MI	State Bank of Ewen, Ewen, MI	3	Minneapolis	June 26, 1997
Exchange Bankshares Corporation of Kansas, Atchison, KS	The Farmers and Merchants State Bank, Effingham, KS	3	Kansas City	May 2, 1997
F & M Bancorporation, Inc., Kaukauna, WI, and F & M Merger Corporation, Kaukauna, WI	Clear Lake Bancorp, Inc., Clear Lake, WI, and Landmark Bank, Clear Lake, WI	3	Chicago	July 3, 1997
Fannin Bancorp, Inc., Employee Stock Ownership Plan and Trust, Windom, TX	Fannin Bancorp, Inc., Windom, TX, and Fannin Bank, Windom, TX	3	Dallas	June 12, 1997
FBA Bancorp, Inc., Chicago, IL	Interim First Bank, S.B., Chicago, IL, a de novo bank, First Bank of the Americas, SSB, Chicago, IL	3	Chicago	June 12, 1997
Ferguson, Roy, Tulsa, OK; Leonard, Michael S., Muskogee, OK, directly and indirectly; and Jackson, Beverly Carter, Q-TIP Trust, and Leonard, Michael S., Trustee, both of Stigler, OK	Stigler Bancorporation, Inc., Stigler, OK, and First National Bank of Stigler, Stigler, OK	CIBC	Kansas City	July 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Fields, Alvin L., Honey Grove, TX, and Wilburn, Ronald L., San Antonio, TX	Quadco Bancshares, Inc., Ladonia, TX, and Farmers and Merchants State Bank, Ladonia, TX	CIBC	Dallas	June 18, 1997
Fifth Third Bancorp, Cincinnati, OH	Suburban Bancorporation, Inc., Cincinnati, OH, Suburban Federal Savings Bank, Cincinnati, OH	4	Cleveland	May 27, 1997
First Bank System, Inc. (1), Minneapolis, MN CONTINUED	U.S. Bancorp; U.S. Nat'l Bank of Oregon, Portland, OR; U.S. Bank of Washington, N.A., Seattle, WA; U.S. Bank of Nevada, Reno, NV; U.S. Bank of Utah, Salt Lake City, UT; U.S. Bank of Idaho, Boise, ID; U.S. Bank of California, Sacramento, CA; CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (2), Minneapolis, MN CONTINUED	First State Bank of Oregon, Canby, OR; Sun Capital Bank, St. George, UT; and Business & Professional Bank, Woodland, CA; West One Trust Co., Salt Lake City, UT; LNB Corp., Alameda, CA; and U.S. Bank Trust Co., Portland, OR, CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (3), Minneapolis, MN CONTINUED	personal and institutional trust & fiduciary activities (b)(3); U.S. Bancorp Insurance Agency, Inc., Portland, OR, insurance agency activities (b)(8)(i) and (vii); U.S. Trade Services, Inc., Portland, OR, letter of credit activities, (b)(1)(iv); CONTINUED	3 and 4	Minneapolis	May 16, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Bank System, Inc. (4), Minneapolis, MN CONTINUED	West One Life Insurance Co., Portland, OR, credit reinsurance (b)(8)(i); CBI Mortgage, Modesto, CA, mortgage banking (b)(1)(iii); Compass Group, Inc., Spokane, WA, investment advisory services (b)(4); Island Bancorp Leasing, Inc., Alameda, CA, CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (5), Minneapolis, MN	leasing & equipment financing (b)(5); and numerous partnerships, community development activities, (b)(6)	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc., Minneapolis, MN	First Bank National Association, Fargo, ND	3	Minneapolis	July 3, 1997
First Chicago NBD Corporation, Chicago, IL	First Chicago Capital Markets, Inc., Chicago, IL, underwriting & dealing in to a limited extent, equity securities	4	Chicago	June 30, 1997
First Citizens BancShares, Inc., Raleigh, NC	First Savings Financial Corp., Reidsville, NC, and First Savings Bank of Rockingham County, Inc., SSB, Reidsville, NC	3	Richmond	June 13, 1997
First Eldorado Bancshares, Inc., Eldorado, IL	Dana Bancorp, Inc., Dana, IN, and First National Bank of Dana, Dana, IN	3	St. Louis	July 10, 1997
First Marshall Bancshares, Inc., Marshall, TX, and First Marshall Delaware Bancshares, Inc., Dover, DE	First Marshall Corporation, Marshall, TX, and East Texas National Bank of Marshall, Marshall, TX	3	Dallas	July 11, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First National Bancorp of River Falls, Inc., River Falls, WI	The First National Bank of River Falls, River Falls, WI	3	Minneapolis	June 26, 1997
First National Bancshares of Gallatin, Inc., Gallatin, MO	Interim First National Bank of Gallatin, Gallatin, MO, First National Bank of Gallatin, Gallatin, MO	3	Kansas City	June 27, 1997
First State Bancshares of Blakely, Inc., Blakely, GA	First State Bank of Donalsonville, Donalsonville, GA	3	Atlanta	June 20, 1997
First United Bancshares, Inc., El Dorado, AR	Fredonia Bancshares, Inc., Nacogdoches, TX, and Fredonia State Bank, Nacogdoches, TX	3	St. Louis	June 30, 1997
Firstbank Corporation, Alma, MI	Lakeview Financial Corporation, Lakeview, MI, and Bank of Lakeview, Lakeview, MI	3	Chicago	June 9, 1997
Florida Bancshares, Inc., Dade City, FL	First National Bank of Pasco, Dade City, FL	3	Atlanta	April 21, 1997
Fulton Financial Corporation, Lancaster, PA	The Peoples Bank of Elkton, Elkton, MD	3	Philadelphia	June 23, 1997
Gideon Bancshares Company, Dexter, MO	First Midwest Bank of Chaffee, Chaffee, MO	3	St. Louis	June 20, 1997
Gold Banc Corporation, Inc., Prairie Village, KS	Peoples Bancshares, Inc., Clay Center, KS, and Peoples National Bank of Clay Center, Clay Center, KS	3	Kansas City	June 13, 1997
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Harris Financial MHC, Harrisburg, PA	Harris Financial Inc., Harrisburg, PA; Harris Savings Bank, Harrisburg, PA	3	Philadelphia	March 27, 1997
Hibernia Corporation, New Orleans, LA	Executive Bancshares, Inc., Paris, TX, and First National Bank of Paris, Paris, TX, and Collin County National Bank, McKinney, TX	3	Atlanta	June 14, 1997
Hohl Financial, Inc., Wahoo, NE	Wahoo State Bank, Wahoo, Nebraska	3	Kansas City	May 16, 1997
Huntington Bancshares, Inc., Columbus, OH CONTINUED	The Chase Manhattan Corp., Bankers Trust New York Corp., Citicorp and Security Pacific Corp. (75. Fed. Res. Bull. 192 (1989)	4	Cleveland	June 17, 1997
Huntington Bancshares, Inc., Columbus, OH, Huntington Capital Corp., Columbus, OH CONTINUED	underwriting & dealing to a limited extent in all types of debt securities, including corporate debt, sovereign debt securities, mortgage revenue bonds, mortgage- backed and consumer- receivable securities J.P. Morgan & Co., CONTINUED	4	Cleveland	June 17, 1997
Hyder, Ronald Hollis, and McNabb, Garry Wayne, both of Livingston, TN, as co- trustees of the Melissa Lynn Oakley 1996 Trust	First Holding Company, Inc., Livingston, TN, First National Bank of the Cumberlands, Livingston, TN	CIBC	Atlanta	June 2, 1997
Industrial Bank of Japan, Ltd., Tokyo, Japan	Aubrey G. Lanston & Co., Inc., New York, NY, securities activities (b)(7); data processing (b)(14); financial & investment activities (b)(6); and underwriting (b)(8)	4	New York	May 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Intra Financial Corporation, Clyde, KS	Peoples Bancorp of Belleville, Inc., Belleville, KS, and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
John Porter Pennington, El Paso, TX	Ruidoso Bank Corporation, Ruidoso, NM, and Ruidoso State Bank, Ruidoso, NM	CIBC	Dallas	June 11, 1997
Johnson, Willard M., as managing general partner of the WMJ/RMJ Family Limited Partnership II, Houston, TX	Jamestown Union Bancshares, Inc., Jamestown, TN, and Union Bank, Jamestown, TN	CIBC	Atlanta	June 18, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Abdul-Rahman, Yahia and Magda, Pasadena, CA	Greater Pacific Bancshares, Whittier, CA; Bank of Whittier, N.A., Whittier, CA	CIBC	San Francisco	May 5, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Yahia and Magda Abdul-Rahman, Pasadena, CA	Kentucky Home Bank, Bardstown, KY	3	San Francisco	April 17, 1997
Lashute, Ronald J., Opelousas, LA	American Bancorp, Inc., Opelousas, LA and American Bank & Trust Company, Opelousas, LA	CIBC	Atlanta	May 23, 1997
Lauritzen Corporation (1), Omaha, NE CONTINUED	First National of Nebraska, Inc., Omaha, NE, & First Nat'l Bank of Kansas, Overland Park, KS; First Nat'l Bank and Trust Co., Columbus, NE; Fremont Nat'l Bank, Fremont, NE; Platte Valley State Bank, Kearney, NE; First Nat'l Bank, CONTINUED	3	Kansas City	June 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Lauritzen Corporation (2), Omaha, NE CONTINUED	North Platte, NE; and First National Bank of Omaha, Omaha, NE	3	Kansas City	June 2, 1997
Lauritzen Corporation, Omaha, NE	First National of Nebraska, Inc., Omaha, NE, and First National Bank South Dakota, Yankton, SD; First National Bank, Fort Collins, CO; Union Colony Bank, Greeley, CO; and The Bank of Boulder, Boulder, CO	3	Kansas City	June 20, 1997
Lloyds TSB Group PLC, and Lloyds Bank PLC, both of London, England	IAI Holdings Inc., Investment Advisers, Inc., Minneapolis, MN, trust services (b)(3); investment advisory services (b)(4); full-service brokerage (b)(15); foreign exchange execution & advisory services, and other advisory & administrative services	4	New York	March 26, 1997
Mansfield Bancshares, Inc., Mansfield, LA	Riverside Bancshares, Inc., Logansport, LA, and Bank of Logansport, Logansport, LA	3	Dallas	June 12, 1997
Marshall & Ilsey Corporation, Milwaukee, WI	Security Capital Corporation, Milwaukee, WI, Security Bank, S.S.B., Milwaukee, WI	3	Chicago	May 5, 1997
Mauldin, Leonard P., Town Creek, AL, Mauldin, Macke B., Sheffield, AL, and Mauldin, E. Fennel, Jr., Sheffield, AL, as the MPEFM, II Limited Partnership	BancIndependent, Inc., Sheffield, AL, and Bank Independent, Sheffield, AL	CIBC	Atlanta	June 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Meade Bancorp, Inc., Brandenburg, KY	Bedford Loan & Deposit Bancorp, Inc., Bedford, KY, and Bedford Loan & Deposit Bank, Bedford, KY	3	St. Louis	June 20, 1997
Midwest Bancorporation, Inc.; Midwest Bancshares, Inc., and Affiliated Employee Stock Ownership Plan, all of Poplar Bluff, MO	Midwest Bancshares, Inc., Poplar Bluff, MO, and First Midwest Bank of Dexter, Dexter, MO; First Midwest Bank of Piedmont, Piedmont, MO; and Carter County State Bank, Van Buren, MO	3	St. Louis	June 16, 1997
Moody Bancshares, Inc., Galveston, TX, and Moody Bank Holding Company, Reno, NV	The Bank of Galveston, N.A., Galveston, TX	3	Dallas	June 30, 1997
Moody Bancshares, Inc., Galveston, TX, and Moody Bank Holding Company, Reno, NV	The Moody National Bank of Galveston, Galveston, TX	3	Dallas	June 27, 1997
Morr's Mayer Testamentary Trust, Walkenhorst, Dale as Trustee, Madison, NE	Madison Bancshares, Inc., Madison, NE, Bank of Madison, Madison, NE	CIBC	Kansas City	April 7, 1997
Moyer, George H., Jr., Madison, NE, and Moyer, Jon M., Madison, NE	Madison Bancshares, Inc., Madison, NE, and The Bank of Madison, Madison, NE	CIBC	Kansas City	June 26, 1997
MSB Mutual Holding Company, and MSB Financial Corp., both of Wall Township, NJ	Manasquan Savings Bank, Wall Township, NJ	3	New York	June 27, 1997
National City Bancshares, Inc., Evansville, IN	Bridgeport Bancorp, Inc., Bridgeport, IL, and First National Bank of Bridgeport, Bridgeport, IL	3	St. Louis	June 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
NationsBank Corporation, and NB Holdings Corporation, both of Charlotte, NC	Citizens Bancshares of Eldon, Missouri, Inc., Eldon, MO, and Citizens Bank of Eldon, Eldon, MO	3	Richmond	June 26, 1997
Neighborhood Bancorp, San Diego, CA CONTINUED	extending loan and credit activities (b)(1) & (2), and consumer financial counseling (b)(6)	3 and 4	San Francisco	June 23, 1997
Neighborhood Bancorp, San Diego, CA CONTINUED	Neighborhood Nat'l Bank, San Diego, CA; & Neighborhood Capital Advisors, San Diego, CA, community development (b)(12); financial & investment advisory (b)(6); Neighborhood Housing Development Corp., San Diego, CA, community development (b)(12), CONTINUED	3 and 4	San Francisco	June 23, 1997
New Prague Bancshares, Inc., New Prague, MN	Community Security Bank, New Prague, MN, a de novo bank	3	Minneapolis	July 7, 1997
New Woodson Bancshares, Inc., Graham, TX	Woodson Bancshares, Inc., Woodson, TX, and First State Bancorp, Inc., Carson City, NV, and First State Bank, Graham, TX	3	Dallas	June 27, 1997
Norma McLane-Smith Family Limited Partnership, Poplar Bluff, MO	Midwest Bancorporation, Inc.; Midwest Bancshares, Inc., Poplar Bluff, MI; First Midwest Bank of Piedmont, Piedmont, MI; First Midwest Bank of Dexter, Dexter, MI; and Carter County State Bank, Van Buren, MI	3	St. Louis	July 3, 1997
Norwest Corporation, Minneapolis, MN	Myers Bancshares, Inc., Dallas, TX, and Continental State Bank, Boyd, TX	3	Minneapolis	July 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Norwest Corporation, Minneapolis, MN	Woodhaven National Bank, Fort Worth, TX	3	Minneapolis	July 3, 1997
Patel, Susma; Patel, Suketu Madhusudan (Suku); Patel, Parimal Kantibhai (Perry); Amin, Bharat Muljibhai, London, England; and King, Dennis John Lloyd, Surrey, England; collectively, as the Patel Group	First Bankshares, Inc., Longwood, FL, and First National Bank of Central Florida, Longwood, FL	CIBC	Atlanta	June 26, 1997
Patel, Susma; Patel (Suku), Suketu Madhusudan; Patel (Perry), Parimal Kantibhai; Amin, Bharat Muljibhai, London, England; and King, Dennis John Lloyd, Surrey, England; collectively, as the Patel Group	First Bankshares, Inc., Longwood, FL, and First National Bank of Central Florida, Longwood, Fl	CIBC	Atlanta	May 30, 1997
PBT Bancshares, Inc., McPherson, KS	Yoder Bankshares, Inc., Yoder, KS, and Farmers State Bank, Yoder, KS	3	Kansas City	June 6, 1997
Peoples Bank Employee Stock Ownership Trust, Marion, KY	Peoples-Marion Bancorp, Inc., Marion, KY	3	St. Louis	June 12, 1997
Peoples-Marion Bancorp, Inc., Marion, KY	The Peoples Bank, Marion, KY	3	St. Louis	June 12, 1997
PHS Bancorp, M.H.C., Beaver Falls, PA	Peoples Home Savings Bank, Beaver Falls, PA	3	Cleveland	May 1, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Pinnacle Financial Services, Inc. (A), St. Joseph, MI CONTINUED	CB Bancorp Inc., Michigan City, IN, & Community Bank, FSB, Michigan City, IN, operating a savings assoc. (b)(4)(ii); Community Bank, Community Financial Services Inc., & Community Brokerage Services Inc., Michigan City, IN, CONTINUED	4	Chicago	June 19, 1997
Pinnacle Financial Services, Inc. (B), St. Joseph, MI CONTINUED	financial & investment advisory (b)(6)(ii), (iii), (iv), (v) & (vi), & provide securities brokerage services, (b)(7)(i) & (ii)	4	Chicago	June 19, 1997
Pinnacle Financial Services, Inc., (1) St. Joseph, MI CONTINUED	Indiana Federal Corp., & Indiana Federal Bank for Savings, Valparaiso, IN, operating a savings association (b)(4)(ii); IndFed Mortgage Co., Valparaiso, IN, community development activities (b)(12); & CONTINUED	4	Chicago	June 19, 1997
Pinnacle Financial Services, Inc., (2) St. Joseph, MI CONTINUED	provide advice in connection with financing transactions (b)(iii); IFB Investment Services, Inc., Valparaiso, IN, financial & investment advisory (b)(6); & provide advice in connection with financing transactions (b)(iii); & provide CONTINUED	4	Chicago	June 19, 1997
Pinnacle Financial Services, Inc., (3) St. Joseph, MI CONTINUED	securities brokerage services & riskless principal transactions (b)(7), & Forrest Holdings, Inc., & Forrest Financial Corp., Lisle, IL, leasing (b)(3)(i)&(ii)	4	Chicago	June 19, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Plainview Holding Company, Pilger, NE	American National Creighton Co., Creighton, NE, and American National Bank of Creighton, Creighton, NE	3	Kansas City	June 23, 1997
PN Holdings, Inc., Ann Arbor, MI	Pelican National Bank, Naples, FL (in organization); Washtenaw Mortgage Company, Ann Arbor, MI, lending (b)(1)	3 and 4	Atlanta	April 21, 1997
Provident Bankshares Corporation, Baltimore, MD	First Citizens Financial Corp., Gaithersburg, MD, and Citizens Savings Bank, F.S.B., Gaithersburg, MD, operating a saving association (b)(4)(ii); originating & selling residential mortgage loans (b)(1); and selling mortgage life insurance (b)(11)(i)	4	Richmond	June 30, 1997
Randall M. Proctor, Sandy, OR	CCB Financial Corporation, Sandy, OR, and Clackamas County Bank, Sandy, OR	CIBC	San Francisco	June 23, 1997
Reich Family Limited Partnership, Kansas City, MO, and general partners Carolyn Reich Weir, Independence, MO, and Nancy Reich Esry, Sarasota, FL	Blue Ridge Bancshares, Inc., Kansas City, MO, and Blue Ridge Bank and Trust Co., Kansas City, MO	CIBC	Kansas City	May 27, 1997
Republic Bancshares, Inc., St. Petersburg, FL	F.F.O. Financial Group, Inc., St. Cloud, FL, and First Federal Savings and Loan Association of Ocelola County, Kissimmee, FL, operating a savings association (b)(4)(ii)	4	Atlanta	May 23, 1997
Rossenberg, Clifford R., Sunset Beach, CA	Security First Bank, Fullerton, CA	CIBC	San Francisco	May 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Security Bancshares, Inc., Scott City, KS	Intra Financial Corp., and Exchange Bank of Clyde, Clyde, KS; Farmers State Bancshares of Sabetha, Inc., Sabetha, KS; Farmers State Bank, Sabetha, KS; Peoples Bancorp of Belleville, Inc., and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
Security State Corporation, Centralia, WA	Security State Bank, Centralia, WA	3	San Francisco	June 9, 1997
Simmons First National Corporation, Pine Bluff, AR	First Bank of Arkansas, Russellville, AR, and First Bank of Arkansas, Searcy, AR	3	St. Louis	June 27, 1997
State Bank of Hawley Employee Stock Ownership Plan and Trust, Hawley, MN	Bankshares of Hawley, Inc., Hawley, MN, and State Bank of Hawley, Hawley, MN	3	Minneapolis	June 27, 1997
Stearns Financial Services, Inc., Employee Stock Ownership Plan T1, St. Cloud, MN, and Stearns Financial Services, Inc., St. Cloud, MN	Arizona Community Bank of Scottsdale, Scottsdale, AZ	3	Minneapolis	June 6, 1997
Sullivan, John C., Livingston, MT, and Hornby, Mary C., Las Cruces, NM	Northeastern Wyoming Bank Corporation, Newcastle, WY, and First State Bank of Newcastle, Newcastle, WY	CIBC	Kansas City	June 17, 1997
Swiss Bank Corporation, Basel, Switzerland	Dillon, Read Holding, Inc., New York, NY, investment advisory lending (b)(6); futures commission merchant (b)(7); brokerage activities (b)(7); underwriting	4	New York	June 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
The Bank of Mulberry Employee Stock Ownership Trust, Mulberry, AR	ACME Holding Company, Inc., Mulberry, AR, and The Bank of Mulberry, Mulberry, AR	3	St. Louis	June 23, 1997
The Union Illinois 1995 Investment Limited Partnership, Swansea, IL	Union Illinois Company, Swansea, IL, and Union Bank of Illinois, Swansea, IL, and State Bank of Jerseyville, Jerseyville, IL	3	St. Louis	July 7, 1997
United Bankshares, Inc., Charleston, WV	First Patriot Bankshares Corporation, Reston, VA, and Patriot National Bank, Reston, VA	3	Richmond	June 16, 1997
United Rossevelt MHC, and United Rossevelt Bancorp, both of Carteret, NJ	United Rossevelt Savings Bank, Carteret, NJ	3	New York	June 23, 1997
Valcourt, Jeffery T., Arlington, VA	United Financial Banking Companies, Inc., Vienna, VA, and The Business Bank, Vienna, VA	CIBC	Atlanta	June 5, 1997
Village Bancshares, Inc., Springfield, MO	Village Bank, Springfield, MO (a de novo state chartered bank)	3	St. Louis	June 16, 1997
Waseca Bancshares, Inc., Waseca, MN	American Savings, Inc., Farmington, MM, acquiring an industrial loan and thrift company (b)(4)(i)	4	Minneapolis	June 24, 1997
Waymon Heriot Welch, Jr., Memphis, TN	Noshoba Bancshares, Inc., Memphis, TN, and Nashoba Bank, Germantown, TN	CIBC	St. Louis	June 23, 1997
Zions Bancorporation, Salt Lake City, UT	Tri-State Bank, Montpelier, ID	3	San Francisco	June 6, 1997

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed since the H.2A dated June 13, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
ABC Bancorp, Moultrie, GA	Irwin Bankcorp, Inc., Ocilla, GA and Bank of Ocilla, Ocilla, GA	3	Atlanta	July 18, 1997
AMFED Financial, Inc., Minneapolis, MN	Norwest Bank Nevada, National Association, Las Vegas, NV	3	Minneapolis	July 14, 1997
Bankers Trust New York Corporation(1), New York, NY CONTINUED	Alex Brown Inc., Baltimore, MD, underwriting & dealing in, to a limited extent, all types of debt & equity securities other than interests in open end investment companies; making, acquiring, brokering & servicing loans or other extensions of CONTINUED	4	New York	July 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Bankers Trust New York Corporation(2), New York, NY CONTINUED	credit (b)(1); trust company activities (b)(5); acting as investment or financial advisor (b)(6); securities brokerage services (b)(7); buying & selling securities (b)(7); acting as agent for the private placement of securities (b)(7); CONTINUED	4	New York	July 3, 1997
Bankers Trust New York Corporation(3), New York, NY CONTINUED	underwriting & dealing in obligations of the U.S. (b)(8); providing administrative & other services to investment companies.	4	New York	July 3, 1997
Banterra Corp, Eldorado, IL	1st Bancorp Vienna, Inc., Vienna, IL, First State Bank of Vienna, Vienna, IL	3	St. Louis	July 18, 1997
Biggs, Daniel Biggs; Grimes, Merlin; ED&J, Inc., c/o David Marmie; Carr, Ronald and Call, Dennis; and Southard, R. Joe, all of Great Bend, KS	First Wakeeney Agency, Inc., Wakeeney, KS, and Interstate Bank, Great Bend, KS	CIBC	Kansas City	July 3, 1997
Cabot Bankshares, Inc., Cabot, AR CORRECTION	The Capital Bank, Little Rock, AR	3	St. Louis	July 11, 1997
Century South Banks, Inc., Dahlonega, GA	Bank Corporation of Georgia, Macon, GA, and First South Banks, N.A., Macon, GA, and AmeriBank, N.A., Savannah, GA	3	Atlanta	July 18, 1997
Deposit Guaranty Corp., Jackson, MS	CSF Acquisition Corp., Jackson, MS; CitiSave Financial Corporation, Baton Rouge, LA; Citizens Savings Association, F.A., Baton Rouge, LA operating a savings association (b)(4)	4	Atlanta	July 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Enterbank Holdings, Inc., Clayton, MO	City Bancorp, Springfield, MO, and THE BANK (a proposed de novo bank), Springfield, MO	3	St. Louis	July 14, 1997
F & M Bancorporation, Inc., Kaukauna, WI, and F & M Merger Corporation, Kaukauna, WI CORRECTION	Clear Lake Bancorp, Inc., Clear Lake, WI, and Landmark Bank, Clear Lake, WI	3	Chicago	July 3, 1997
Greenblatt, Leon A., III, and Chiplease, Inc., both of Chicago, IL	Home Financial Bancorp, Spencer, IN, and Owen Community Bank, S.B., Spencer, IN	CIBC	Chicago	July 9, 1997
Huntington Bancshares Incorporated(1), Columbus, OH CONTINUED	First Michigan Bancorporation, and Superior Financial Corp., Holland, MI; FMB-Sault Bank, Saulte Ste. Marie, MI; FMB-First Michigan Bank, Zeeland, MI; FMB-First Michigan Bank, Grand Rapids, MI; FMB-Lumberman's Bank, Muskegon, MI; CONTINUED	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares Incorporated(2), Columbus, OH CONTINUED	FMB-Northwestern Bank, Boyne City, MI; FMB-State Savings Bank, Lowell, MI; FMB-Commercial Bank, Greenville, MI; FMB-Security Bank, Manistee, MI; FMB-Community Bank, Dowagiac, MI; FMB-Oceana Bank, Hart, MI; CONTINUED	3 and 4	Cleveland	July 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Huntington Bancshares Incorporated(3), Columbus, OH CONTINUED	FMB-Reed City Bank, Reed City, MI; FMB-Maynard Allen Bank, Portland, MI; FMB-Old State Bank, Fremont, MI; FMB-Arcadia Bank, Kalamazoo, MI; and FMB-Trust, Holland, MI trust company activities (b)(5); FMB-Brokerage Services, Inc., Holland, MI CONTINUED	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares Incorporated(4), Columbus, OH	Customer investments (b)(7); and First Michigan Life Insurance Co., Holland, MI insurance agency underwriting (b)(11);	3 and 4	Cleveland	July 18, 1997
J&L Holdings Limited Partnership, and Plainview Holding Company, both of Pilger, NE	American National Creighton Company, Creighton, NE	3	Kansas City	July 18, 1997
Murfreesboro Bancorp, Inc., Murfreesboro, TN	Bank of Murfreesboro, Murfreesboro, TN	3	Atlanta	July 18, 1997
Northway Financial, Inc., Berlin, NH	The Berlin City Bank, Berlin, NH, and Pemi Bancorp, Inc., Plymouth, NH, and Pemigewasset National Bank of Plymouth, Plymouth, NH	3	Boston	July 17, 1997
Norwest Corporation, Minneapolis, MN	Revelation Mortgage Company of America, Washington, D.C. residential mortgage lending activities (b)(1) and (b)(2)	4	Minneapolis	July 8, 1997
Norwest Corporation, Minneapolis, MN	AMFED Financial, Inc., Minneapolis, MN, and Norwest Bank, Nevada, N.A., Las Vegas, NV	3	Minneapolis	July 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	July 14, 1997
Pioneer Bancshares, Inc., ESOP, Ponca City, OK	Pioneer Bancshares, Inc., Ponca City, OK, and Bank & Trust, Ponca City, OK; Bancshares of Nichols Hills, Inc., Oklahoma City, OK; and Bank of Nichols Hills, Oklahoma City, OK	3	Kansas City	July 18, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

Comments on the applications and notices may be sent to the appropriate Federal Reserve Bank or the Board.

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Board of Governors of the Federal Reserve System

William W. Wiles, Secretary, 20th & Constitution Avenue, N.W., Washington, DC 20551-0001

Information Requests

The public portions of the applications and notices currently listed in this release are available on an expedited basis from the appropriate Federal Reserve Bank. The public portion of the application also may be obtained from the Board.

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Board of Governors of the Federal Reserve System

Freedom of Information Office (TEL: 202-452-3684; FAX: 202-872-7562, and 202-872-7565)