

---

# Federal Reserve Release

---



*H.2*

## *Actions of the Board, Its Staff, and the Federal Reserve Banks: Applications and Reports Received*

*No. 50  
Week Ending December 13, 1997*

## **ACTIONS TAKEN BY THE BOARD OF GOVERNORS**

---

### **BANK HOLDING COMPANIES**

J.P.Morgan & Co., Incorporated, New York, New York -- to acquire shares of American Century Companies, Inc., Kansas City, Missouri, and engage in providing financial and investment advisory services, securities brokerage, and certain administrative services for open-end investment companies or mutual funds.

- Permitted, December 8, 1997

NationsBank Corporation, Charlotte, North Carolina -- to merge with Barnett Banks, Inc., Jacksonville, Florida, and acquire Barnett Bank, National Association; and Community Bank of the Islands, Sanibel, Florida; and acquire the nonbank subsidiaries of Barnett and engage in nonbanking activities.

- Approved, December 10, 1997

### **BOARD OPERATIONS**

Guidance on information security -- distribution to examination personnel and to the chief executive officer of guidance on information security of banking organizations supervised by the Federal Reserve.

- Announced, December 8, 1997

### **CURRENCY**

Federal Reserve notes -- 1998 new currency budget.

- Approved, December 10, 1997

### **REGULATIONS AND POLICIES**

Regulation B -- revisions to implement legislation creating a legal privilege for information developed by creditors as a result of self tests to determine the level of compliance with the Equal Credit Opportunity Act.

- Announced, December 11, 1997

### **RESERVE BANK OPERATIONS**

Budgets -- Budgets for 1998.

- Approved, December 10, 1997

### **ENFORCEMENT**

Istituto Bancario San Paolo di Torino, New York, New York -- order prohibiting Massimiliano Locci from participating in the affairs of any financial institution.

- Authorized, December 8, 1997

H.2

December 7, 1997 to December 13, 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; RBOPS - Reserve Bank Operations and Payment Systems; IF - International Finance; OSDM - Office of Staff Director for Management

**BANK BRANCHES, DOMESTIC**

San Francisco

Bank of Casa Grande Valley, Casa Grande, Arizona -- to establish a branch at 136490 South Gin Road, Arizona City, Arizona  
- Approved, December 12, 1997

Atlanta

Bank of Nashville, Nashville, Tennessee -- to establish a branch at 7200 Maryland Way, Brentwood, Tennessee.  
- Approved, December 8, 1997

Boston

Merrill Merchants Bank, Bangor, Maine -- to establish a mobile branch.  
- Approved, December 11, 1997

Chicago

Old Kent Bank, Grand Rapids, Michigan -- to establish a branch at 15255 Michigan Avenue, Dearborn, Michigan.  
- Approved, December 12, 1997

**BANK HOLDING COMPANIES**

Kansas City

Amerigroup, Inc., Hershey, Nebraska. -- to acquire The Hershey State Bank, Hershey, Nebraska, and to engage in insurance activities.  
- Approved, December 8, 1997

Atlanta

Amtrade International Bank of Georgia, Atlanta, Georgia -- request for waiver of a commitment.  
- Granted, December 12, 1997

December 7, 1997 to December 13, 1997

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

---

Dallas

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

- Approved, December 11, 1997

Dallas

Bank of Alice, Alice, Texas -- request for waiver of application to acquire Charlotte Bancshares, Inc., Charlotte, Texas, and The Country Bank.

- Approved, December 9, 1997

Atlanta

CBC Holding Company, Fitzgerald, Georgia -- request for waiver of a commitment.

- Granted, December 11, 1997

Atlanta

Colonial Bancgroup, Inc., Montgomery, Alabama -- to merge with United American Holding Corporation, Orlando, Florida, and acquire United American Bank of Central Florida.

- Approved, December 11, 1997

Richmond

Commercial BancShares, Incorporated, Parkersburg, West Virginia -- to acquire Gateway Bancshares, Inc., McMechen, West Virginia.

- Approved, December 8, 1997

Atlanta

Community First Banking Company, Carrollton, Georgia -- to acquire Carrollton Federal Bank, FSB.

- Approved, December 9, 1997

December 7, 1997 to December 13, 1997

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

---

Secretary

Compass Bancshares, Inc., Birmingham, Alabama; Compass Banks of Texas; and Compass Bancorporation of Texas, Inc., Wilmington, Delaware -- to acquire First University Corporation, Houston, Texas, and West University Bank, National Association; and for Compass Bank to merge with West University Bank.  
- Approved, December 10, 1997

Secretary

Cullen/Frost Bankers, Inc., San Antonio, Texas -- to acquire Harrisburg Bancshares, Inc., Houston, Texas; Harrisburg Bancshares Inc., Reno, Nevada; and Harrisburg Bank, Houston, Texas.  
- Approved, December 12, 1997

Richmond

Eastern Virginia Bankshares, Inc., Tappahannock, Virginia -- to acquire Southside Bank; and Bank of Northumberland, Inc., Heathsville, Virginia.  
- Approved, December 10, 1997

Minneapolis

Eastwood Financial Corporation Employees' Profit Sharing and Stock Ownership Plan, Rochester, Minnesota -- to acquire Shares of Eastwood Financial Corporation.  
- Withdrawn, December 10, 1997

Director, BS&R

First Frederick Financial Corporation, Frederick, Maryland -- transfer agent registration.  
- Approved, December 10, 1997

Dallas

First National Bank of Artesia Employee Stock Ownership Plan -- to acquire First Artesia Bancshares, Inc., Artesia, New Mexico.  
- Approved, December 8, 1997

December 7, 1997 to December 13, 1997

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

---

Director BS&R

First Western Bancorp, Inc., New Castle, Pennsylvania -- registration as transfer agent.

- Withdrawn, December 10, 1997

St. Louis

First Western Bancshares Employee Stock Ownership Trust, Booneville, Arkansas -- to acquire additional shares of First Western Bancshares, Inc.

- Approved, December 11, 1997

Minneapolis

GEBSCO, Inc., Cochrane, Wisconsin -- to acquire Firstmondovi, Inc., Mondovi, Wisconsin.

- Approved, December 11, 1997

Dallas

Mesquite Financial Services, Inc., Alice, Texas -- to acquire Charlotte Bancshares, Inc., Charlotte, Texas, and The Country Bank.

- Approved, December 9, 1997

Richmond

Monroe Financial, Inc., Greenville, West Virginia -- to acquire Bank of Greenville.

- Approved, December 11, 1997

Boston

Mystic Financial, Inc., Medford, Massachusetts -- to acquire Medford Co-operative Bank.

- Approved, December 11, 1997

Richmond

NationsBank Corporation, Charlotte, North Carolina, and NB Holdings Corporation -- to retain 8.34 percent of the voting shares of Southern Bancshares Corporation, St. Louis, Missouri.

- Approved, December 9, 1997

December 7, 1997 to December 13, 1997

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

---

Minneapolis

Norwest Corporation, Minneapolis, Minnesota -- to acquire Fidelity Bancshares, Inc., Fort Worth, Texas, and Fidelity Bancorporation, Inc., Dover, Delaware, and Fidelity Bank & Trust, N.A., Fort Worth, Texas.

- Approved, December 10, 1997

San Francisco

Pedcor Bancorp, Indianapolis, Indiana -- to acquire International City Bank, N.A., Long Beach, California.

- Approved, December 10, 1997

Kansas City

Union City Corporation, Union City, Oklahoma -- to acquire The Bank of Union.

- Approved, December 10, 1997

Atlanta

United Financial Holdings, Inc., St. Petersburg, Florida -- to acquire United Trust Company, and engage de novo in trust activities.

- Permitted, December 10, 1997

**BANK MERGERS**

Cleveland

Citizens Bank, Salineville, Ohio -- to merge with UniBank, Steubenville, Ohio, and establish branches.

- Approved, December 8, 1997

Atlanta

Colonial Bank, Montgomery, Alabama -- to merge with United American Bank of Central Florida, Orlando, Florida.

- Approved, December 11, 1997

Kansas City

First State Bank and Trust Company of Larned, Larned, Kansas -- to acquire the assets and assume the liabilities of NationsBank, N.A., of Pratt, Kansas, and NationsBank, N.A., of Iuka, Kansas, and to establish additional branches.

- Approved, December 10, 1997

December 7, 1997 to December 13, 1997

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

---

**BANK PREMISES**

San Francisco

Western Security Bank, Scottsdale, Arizona -- investment in bank premises.  
- Approved, December 11, 1997

**BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS**

Director, BS&R

Boatmen's Trust Company of Texas, Amarillo, Texas -- registration as transfer agent.  
- Withdrawn, December 10, 1997

**BANKS, STATE MEMBER**

Secretary

Bank of Belton, Belton, and The Bank of Newberry County, Newberry, both in South Carolina -- to exercise fiduciary powers.  
- Approved, December 9, 1997

Dallas

Texas Bank and Trust, National Association, Dallas, Texas -- to convert to a state member bank.  
- Approved, December 12, 1997

**CAPITAL STOCK**

Atlanta

First Southern Bancorp, Inc., Boca Raton, Florida -- redemption of shares.  
- Approved, December 12, 1997

Minneapolis

Liberty Bancshares, Inc., St. Paul, Minnesota -- redemption of shares.  
- Approved, December 11, 1997

**CHANGE IN BANK CONTROL**

Dallas

First Dalhart Bancshares, Inc., Dalhart, Texas -- change in bank control.  
- Permitted, December 11, 1997



December 7, 1997 to December 13, 1997

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

---

Kansas City

First Fidelity Bancorp, Inc., Oklahoma City, Oklahoma -- change in bank control.  
- Permitted, December 11, 1997

Dallas

First State Bank, Junction, Texas -- change in bank control.  
- Permitted, December 12, 1997

Chicago

Kerndt Bank Services, Inc., Lansing, Iowa. -- change in bank control.  
- Permitted, December 12, 1997

Atlanta

Pinnacle Bancshares, Inc., Thomson, Georgia -- change in bank control.  
- Permitted, December 10, 1997

**COMPETITIVE FACTORS REPORTS**

Boston

Brookline Savings Bank, Brookline, Massachusetts -- report on competitive factors of the proposed transfer of substantially all of its assets and liabilities to an affiliated stock savings bank.  
- Submitted, December 10, 1997

St. Louis

Brownsville Bank, Brownsville, Tennessee -- report on competitive factors of the proposed merger with Tennessee Bank and Trust, Memphis, and The Union Savings Bank, Covington, Tennessee.  
- Submitted, December 9, 1997

Kansas City

First Bank & Trust Company, Duncan, Oklahoma -- report on competitive factors of the proposed merger with Peoples Bank & Trust Company, Ryan, Oklahoma.  
- Submitted, December 9, 1997

December 7, 1997 to December 13, 1997

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

---

St. Louis

First National Bank in Olney, Olney, Illinois -- report on competitive factors of the proposed merger with Mt. Erie State Bank, Mt. Erie, Illinois  
- Submitted, December 9, 1997

Richmond

First-Citizens Bank & Trust Company, Raleigh, North Carolina -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of 15 former branches of Signet Bank, Richmond, Virginia.  
- Submitted, December 11, 1997

Minneapolis

Glacier Bank, fsb, Kalispell, Montana -- report on competitive factors of the proposed merger with Glacier Bank.  
- Submitted, December 10, 1997

St. Louis

Independence Bank of Kentucky, Owensboro, Kentucky -- report on competitive factors of the proposed merger with Independence Bank, Henderson, Kentucky.  
- Submitted, December 9, 1997

San Francisco

Panhandle State Bank, Sandpoint, Idaho -- report on competitive factors of the proposed merger with Panhandle Interim Bank.  
- Submitted, December 12, 1997

New York

People's Bank, Bridgeport, Connecticut -- report on competitive factors of the proposed merger with the Norwich Savings Society, Norwich, Connecticut.  
- Submitted, December 8, 1997

Boston

Sanford Institutions For Savings, Sanford, Maine -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of two branches of KeyBank National Association, Cleveland, Ohio.  
- Submitted, December 12, 1997

December 7, 1997 to December 13, 1997

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

---

Chicago

TCF National Bank Illinois, Burr Ridge, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of the liabilities of 75 branches of Bank of America, FSB, Portland, Oregon.

- Submitted, December 9, 1997

**EXTENSIONS OF TIME**

Cleveland

Banc One Corporation, Columbus, Ohio -- extension to March 12, 1998, to acquire Fitzgerald, Davis & Associates, L.P., Chicago, Illinois.

- Granted, December 12, 1997

Banc One Corporation, Columbus, Ohio, KeyCorp, Cleveland; Ohio; National City Corporation; and PNC Bank Corp., Pittsburgh, Pennsylvania -- extension to March 29, 1998, to offer ATM and POS services on a worldwide basis through Electronic Payments Services.

- Granted, December 12, 1997

Chicago

First American Bank Carpentersville, Illinois -- extension to December 31, 1998, to establish a branch at the northeast corner of Randall Road and Gleneagle Drive, Geneva, Illinois.

- Approved, December 11, 1997

Chicago

First American Bank of Kankakee, Illinois -- extension to December 6, 1998, to establish a branch at 6200 West 95th Street, Oak Lawn, Illinois.

- Approved, December 11, 1997

Chicago

First American Bank, Joliet, Illinois -- extension to December 11, 1998, to establish a branch at U.S. Route 30 and Mail Loop Drive.

- Granted, December 11, 1997

December 7, 1997 to December 13, 1997

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

---

Chicago

Firstbank of Illinois Co., Springfield, Illinois -- extension to February 28, 1998, to acquire shares of Capital Corp., Springfield, Illinois, and engage in lending activities.  
- Approved, December 10, 1997

Boston

FSB Bancorp, Farmington, Maine, and MHC and FSB -- extension to acquire Franklin Savings Bank.  
- Approved, December 12, 1997

**MEMBERSHIP**

Kansas City

Bank of Wyandotte, Wyandotte, Oklahoma -- to become a member of the Federal Reserve System.  
- Approved, December 9, 1997

Kansas City

First Community Bank, Emporia, Kansas -- to become a member of the Federal Reserve System.  
- Approved, December 10, 1997

Kansas City

First State Bank, Picher, Oklahoma -- to become a member of the Federal Reserve System.  
- Approved, December 9, 1997

Atlanta

Harris Trust/Bank of Montreal, West Palm Beach, Florida -- to become a member of the Federal Reserve System.  
- Approved, December 10, 1997

**RESERVE BANK OPERATIONS**

Director RBOPS

Federal Reserve Bank of St. Louis -- To purchase computer equipment.  
- Approved, December 12, 1997

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

---

**CHANGE IN BANK CONTROL**

San Francisco

Bank of Ephraim, Ephraim, Utah -- change in bank control.  
- Withdrawn, December 4, 1997

# District 1

## Federal Reserve Bank of Boston December 13, 1997

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

---

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

---

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

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Lenox Financial Service Corp., Lenox, Massachusetts - application to become a mutual holding company through the acquisition of Lenox Savings Bank, Lenox, Massachusetts*	Newspaper - 1/2/98 Fed Reg - 1/8/98

---

\*Subject to the provisions of the Community Reinvestment Act

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

---

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

---

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

---

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

---

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

---

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

---

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

---

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

---

None

---

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

---

<i>Institution</i>	<i>Location</i>
--------------------	-----------------

---

None

---

**District 2**  
**Federal Reserve Bank of New York**

**Applications and notifications filed during the week of December 13, 1997**

**Section I - Applications subject to newspaper notice only**

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

**Section II - Applications subject to both newspaper and Federal Register notice**

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

**Section III - Applications subject to Federal Register notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	North Fork Bancorporation, Inc., Melville, New York, to acquire New York Bancorp Inc., Douglaston, New York and thereby indirectly acquire its wholly-owned thrift subsidiary, Home Federal Savings Bank, Ridgewood, New York.	12/23/97

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

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



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

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

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

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

None

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

<i>Institution</i>	<i>Location</i>
--------------------	-----------------

None

**District 3**  
**Federal Reserve Bank of Philadelphia**

**Applications and notifications filed during the week of December 13, 1997**

**Section I - Applications subject to newspaper notice only**

---

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

---

**Section II - Applications subject to both newspaper and Federal Register notice**

---

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

---

**Section III - Applications subject to Federal Register notice only**

---

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

---

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

---

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

---

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

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

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

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

None

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

<i>Institution</i>	<i>Location</i>
--------------------	-----------------

None

**District 4**  
**Federal Reserve Bank of Cleveland**

**Applications and notifications filed during the week ending December 13, 1997**

**Section I - Applications subject to newspaper notice only**

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notice from The Provident Bank, Cincinnati, OH on December 10, 1997, of its intent to establish a branch at 7172 Cincinnati-Dayton Rd., West Chester, OH.*	12/22/97

---

**Section II - Applications subject to both newspaper and Federal Register notice**

---

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

---

**Section III - Applications subject to Federal Register notice only**

---

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

---

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

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Received notice from Mellon Bancorp, Pittsburgh, PA on December 8, 1997, of its intent to acquire a 50% interest in Source2 Group, LLC, Pittsburgh, PA.	None

---

## Section V - Availability of CRA public evaluations

---

*Description of the CRA Goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.*

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

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

**Outstanding**  
**Satisfactory**  
**Needs to Improve**  
**Substantial noncompliance**

---

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
189129	The Commercial and Savings Bank of Millersburg Ohio 6 West Jackson Street Millersburg, OH 44654	7/21/97	12/8/97	Outstanding
117216	Commerce Exchange Bank 25201 Chagrin Boulevard Beachwood, OH 44122-5651	7/14/97	12/11/97	Satisfactory
574529	The Fifth Third Bank of Western Ohio One Dayton Centre 1 South Main Street Dayton, OH 45402	9/8/97	12/13/97	Outstanding

---

## Section VI - CRA examinations scheduled for **First Quarter of 1998**

---

<i>Institution</i>	<i>Location</i>
<b>Chippewa Valley Bank</b>	P.O. Box 68, 20 S. Main Street, Rittman, OH 44270-0068
<b>Oakwood Deposit Bank</b>	P.O. Box 207, 218 N. 1st Street, Oakwood, OH 45873-0207
<b>The Ottoville Banking Company</b>	P.O. Box 459, 161 W. 3rd Street, Ottoville, OH 45876-0459
<b>WesBanco Bank Barnesville</b>	P.O. 70, 101 E. Main Street, Barnesville, OH 43713-0070

---

## District 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week of December 13, 1997

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

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Farmers Bank of Maryland, Annapolis, Maryland, to merge with The Caroline County Bank, Greensboro, Maryland.*	1/6/98

---

\*Subject to the provisions of the Community Reinvestment Act.

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

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Shore Financial Corporation, Onley, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Shore Bank, Onley, Virginia, the proposed successor to Shore Bank, Onley, Virginia (a Federal thrift institution).*	1/10/98
4(c)(8)	BB&T Corporation, Winston-Salem, North Carolina, and BB&T Financial Corporation of Virginia, Virginia Beach, Virginia, to acquire Life Bancorp, Inc., Norfolk, Virginia.	N/Avail

---

\*Subject to the provisions of the Community Reinvestment Act.

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

---

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

---

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	F & M National Corporation, Winchester, Virginia, to establish <u>de novo</u> a trust subsidiary, F & M Trust Company, Winchester, Virginia, and acquire the assets and assume the liabilities of the trust departments of F & M Bank-Winchester, Winchester, Virginia; F & M Bank-Northern Virginia, Fairfax, Virginia; and F & M Bank-Peoples, Warrenton, Virginia.	

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

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

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
990325	F & M Bank-Winchester 115 North Cameron Street Winchester, Virginia 22601	8-25-97	11-13-97	Satisfactory	Large

**Section VI - CRA examinations scheduled for**

**Quarter of**

---

*Institution*

*Location*

---

None

---



# District 6

## Federal Reserve Bank of Atlanta

**Applications and notifications filed during the week of December 13, 1997**

### **Section I - Applications subject to newspaper notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 111-B Baldwin Square, Fairhope, Alabama.*	12/31/97
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 2404 Danville Road, S.W., Decatur, Alabama.*	12/31/97
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 8805 New Tampa Boulevard, Tampa, Florida.*	12/31/97
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 4404 West Kennedy Avenue, Tampa, Florida.*	12/31/97
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1206 Market Center, Chattanooga, Tennessee.*	12/31/97
18(c)	Citizens Trust Bank, Atlanta, Georgia, to merge with First Southern Bank, Lithonia, Georgia.*	12/26/97

\*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Regions Financial Corporation, Birmingham, Alabama, to merge with PALFED, Inc., and thereby directly acquire Palmetto Federal Savings Bank, both of Aiken, South Carolina, and thereby engage in operating a savings association.*	Fed Reg - 12/24/97
3(a)(5)	Regions Financial Corporation, Birmingham, Alabama, to merge with Greenville Financial Corporation, Greenville, South Carolina, and thereby directly acquire Greenville National Bank, Greenville, South Carolina.*	Fed Reg - 1/05/98
3(a)(5)	Regions Financial Corporation, Birmingham, Alabama, to merge with First United Bancorporation, Anderson, South Carolina, and thereby directly acquire Anderson National Bank, and Spartanburg National Bank, both of Anderson, South Carolina.*	Fed Reg - 1/09/98

**Section II - Applications subject to both newspaper and Federal Register notice**

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Regions Financial Corporation, Birmingham, Alabama, to merge with St. Mary Holding Corporation, and thereby directly acquire The St. Mary Bank and Trust Company, both of Franklin, Louisiana.	1/9/98
3(a)(1)	Community National Bank Corporation Employee Stock Ownership Plan, Venice, Florida, to become a bank holding company by acquiring 30 percent of Community National Bank Corporation, and its subsidiary, Community National Bank of Sarasota County, both of Venice, Florida.	N/Avail
CIC	Community National Bank Corporation, Venice, Florida, change in control notice by Mr. Joseph Rohlen Kondisko, Ms. Allana Minerva Kondisko, Mr. William Graham McKelvey, and Ms. Jeanne Wolford McKelvey, to collectively acquire 52 percent of the outstanding shares of Community National Bank Corporation, Venice, Florida.	N/Avail
CIC	NGLC, Inc., after-the-fact change in control notice by Ms. Rachel J. Reeves, to retain more than 25 percent of the outstanding shares of NGLC, Inc., Miami, Florida.	N/Avail

---

\*Subject to the provisions of the Community Reinvestment Act.

**Section III - Applications subject to Federal Register notice only**

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Regions Financial Corporation, Birmingham, Alabama, to acquire Quick Credit Corporation, Anderson, South Carolina, and thereby engage in consumer finance activities and credit insurance activities.	1/09/98

---

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

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Commerce Bancshares, Inc., Albertville, Alabama, notice to become a bank holding company by acquiring Commerce Bank of Alabama, Albertville, Alabama.	

---

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

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

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
539032	Bank Independent Drawer B Sheffield, AL 35660	9/08/97	12/10/97	Outstanding	SB
425135	Bank of Adairsville Post Office Box 405 Adairsville, GA 30103	9/02/97	12/11/97	Outstanding	SB

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

<i>Institution</i>	<i>Location</i>
--------------------	-----------------

None

# District 7

## Federal Reserve Bank of Chicago

**Applications and notifications filed during the week of December 13, 1997**

### **Section I - Applications subject to newspaper notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Baylake Bank Sturgeon Bay, Wisconsin 1395 South Broadway DePere, Wisconsin	Newspaper - 12/31/97

Newspaper - Newspaper Comment Period Ending Date

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Damen Financial Corporation Schaumburg, Illinois By Suburban Bank & Trust Company as Trustee for Damen Financial Corporation Employee Stock Ownership Plan	Fed Reg - 12/26/97 Newspaper - N/Avail
3(a)(3)	First Busey Corporation* Urbana, Illinois Busey Business Bank (in organization) Indianapolis, Indiana	Fed Reg - 12/18/97 Newspaper - 12/20/97
3(a)(1)	Paramount Bancorp, Inc.* Bingham Farms, Michigan Paramount Bank (in organization) Bingham Farms, Michigan	Fed Reg - 1/5/98 Newspaper - 12/28/97

Fed Reg - Federal Register Comment Period Ending Date

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not available at this time

\*Subject to the provision of the Community Reinvestment Act

### **Section III - Applications subject to Federal Register notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	National Australia Bank Limited Melbourne, Australia Homeside, Inc. Jacksonville, Florida	Fed Reg - 12/26/97

Fed Reg - Federal Register Comment Period Ending Date

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

---

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

---

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

---

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

---

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

---

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
60143	Comerica Bank 500 Woodward Avenue Detroit, MI 48226 (313) 222-3300	3/3/97	12/12/97	Outstanding	Large

---

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

---

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

---

# District 8

## Federal Reserve Bank of St. Louis

**Applications and notifications filed during the week of December 13, 1997**

### **Section I - Applications subject to newspaper notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Section 9	Notice by The Bank of Yellville, Yellville, Arkansas, to establish a branch at 849 Highway 62 East, Mountain Home, Arkansas.*	12/21/97

\*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Notice by National Commerce Bancorporation, Memphis, Tennessee, to acquire First Citizens Bancshares Company, Marion, Arkansas.*	Fed Reg - 12/29/97
3(a)(3)	Notice by National Commerce Bancorporation, Memphis, Tennessee, to acquire Bancshares of West Memphis, West Memphis, Arkansas.*	Fed Reg - 12/29/97
3(a)(1)	Notice by National Commerce Community Bancorp, Inc., Memphis, Tennessee, to acquire First Citizens Bancshares Company, Marion, Arkansas, and Bancshares of West Memphis, West Memphis, Arkansas.*	Fed Reg - 12/29/97
3(a)(5)	Notice by First United Bancshares, Inc., El Dorado, Arkansas, to merge with Citizens National Bancshares of Hope, Inc., Hope, Arkansas.*	Newspaper - 1/12/98
4(c)(8)	Notice by Mercantile Bancorporation Inc., St. Louis, Missouri, to acquire HomeCorp, Inc., Rockford, Illinois, and thereby acquire Homebanc, FSB, Rockford, Illinois.*	Fed Reg - 1/5/98

\*Subject to the provisions of the Community Reinvestment Act.

**Section III - Applications subject to Federal Register notice only**

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Section 9	Notice by Farmers Bank, Hardinsburg, Kentucky, to become a member of the Federal Reserve System	N/A

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

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

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
909055	Peoples Bank & Trust Troy, Missouri	08/25/97	12/12/97	Satisfactory	Small bank

**Section VI - CRA examinations scheduled for**

**Quarter of**

---

*Institution*

*Location*

---

None

---



**District 9**  
**Federal Reserve Bank of Minneapolis**

**Applications and Notifications Filed During the Week of December 13, 1997**

**Section I - Applications subject to newspaper notice only**

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
-------------	--------------------	--

---

None

---

**Section II - Applications subject to both newspaper and Federal Register notice**

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
-------------	--------------------	--

---

None

---

**Section III - Applications subject to Federal Register notice only**

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
-------------	--------------------	--

---

None

---

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

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
-------------	--------------------	--

---

None

---

**Section V - Publicly available CRA evaluations**

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

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
767059	Liberty State Bank St. Paul, Minnesota	8/11/97	12/12/97	Satisfactory	Small Bank

**Section VI - CRA examinations scheduled**                      **Quarter of**

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

**District 10**  
**Federal Reserve Bank of Kansas City**

**Applications and notifications filed during the week of December 13, 1997**

**Section I - Applications subject to newspaper notice only**

---

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

---

**Section II - Applications subject to both newspaper and Federal Register notice**

---

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

---

**Section III - Applications subject to Federal Register notice only**

---

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

---

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

---

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

---

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

*Description of the CRA Goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.*

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

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

- Outstanding**
- Satisfactory**
- Needs to Improve**
- Substantial noncompliance**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
549657	Riverton State Bank 616 N. Federal Riverton, Wyoming 82501-2947	09-08-97	12-08-97	Satisfactory
154257	Centennial Bank 13700 E. Arapahoe Road Englewood, Colorado 80112-3903	09-15-97	12-08-97	Satisfactory
508355	Atoka State Bank 113 S. Pennsylvania Atoka, Oklahoma 74525-2431	09-22-97	12-11-97	Satisfactory
334152	Heritage Bank of Olathe Mur-Len at Santa Fe Olathe, Kansas 66062-5403	09-22-97	12-11-97	Satisfactory
706254	Poteau State Bank 1409 N. Broadway Poteau, Oklahoma 74953-2612	09-29-97	12-12-97	Outstanding

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

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

# District 11

## Federal Reserve Bank of Dallas

### Applications and Notifications Filed During the Week of December 13, 1997

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

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Smith family, et al, to acquire an interest in First Marshall Corporation, Marshall, TX	Newspaper - 12/26/97
CIC	Howell family, et al, to acquire an interest in First Marshall Corporation, Marshall, TX	Newspaper - 12/26/97
3(a)(3)	Texas Financial Bancorporation, Inc., Minneapolis, MN, to acquire Conrad Company, Minneapolis, MN, and Community Bank of Arizona, Wickenburg, AZ*	Newspaper - 12/19/97

\*Subject to the provisions of the Community Reinvestment Act.

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

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

\* Subject to the provisions of the Community Reinvestment Act.

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

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

**Section V - Publicly available CRA evaluations**

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

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

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

**Section VI - CRA examinations scheduled**

**Quarter of**

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

**District 12**  
**Federal Reserve Bank of San Francisco**

**Applications and Notifications Filed During the Week of December 13, 1997**

**Section I - Applications subject to newspaper notice only**

---

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

---

**Section II - Applications subject to both newspaper and Federal Register notice**

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Langer Family Partnership, Port Orchard, Washington, to retain 76.17 percent of Olympic Bancorp, Inc., Port Orchard, Washington. *	Newspaper - N/Avail Fed Reg - 1/02/98
3(a)(1)	New Century Financial Corporation, Spokane, Washington, to become a bank holding company by acquiring New Century Bank (In Organization), Spokane, Washington. *	Newspaper - 1/09/98 Fed Reg - N/Avail

---

\* Subject to the provisions of the Community Reinvestment Act.

**Section III - Applications subject to Federal Register notice only**

---

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

---

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

---

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
S/R	Wells Fargo & Company, San Francisco, California, to purchase up to \$735 million of its common stock between January 1, 1998, and June 30, 1998.	None

---

**Section V - Publicly available CRA evaluations**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>Large bank</i>	<i>Small bank</i>

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

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>Large bank</i>	<i>Small bank</i>
2364564	Valley Bank of Arizona 3550 N. Central Avenue Phoenix, AZ 85012 (602) 840-5550	8/11/97	12/08/97	Satisfactory		X
660767	American Pacific State Bank 15260 Ventura Boulevard Sherman Oaks, CA 91403-3347 (818) 382-1500	8/04/97	12/08/97	Satisfactory	X	

Footnotes: 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.

**Section VI - CRA examinations scheduled**                      **Quarter of**

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