
Federal Reserve Release



H.2

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

No. 18

Week Ending May 2, 1998

Testimony And Statements

Mergers among U.S. banking organizations and other financial services firms -- statement by Governor Meyer before the House Committee on Banking and Financial Services, April 29, 1998.

- Published, April 29, 1998

Ways to improve the Consumer Price Index -- statement by Governor Gramlich before a subcommittee of the House Committee on Government Reform and Oversight.

- Published, April 29, 1998

Year 2000 computer systems issue -- statement by Governor Kelley before the Senate Committee on Commerce, Science, and Transportation, April 28, 1998.

- Published, April 28, 1998

Bank Holding Companies

PAB Bancshares, Inc., Valdosta, Georgia -- to acquire Investors Financial Corporation, Bainbridge, Georgia, and Bainbridge National Bank

- Approved, April 27, 1998

Board Operations

Office of Board Members -- appointment of Lynn S. Fox as Assistant to the Board for public affairs, effective June 1, 1998; to succeed Joseph R. Coyne, Assistant to the Board, who is retiring May 31, 1998.

- Approved, May 1, 1998

Office of the Secretary -- appointment of Jennifer J. Johnson as Secretary of the Board to succeed William W. Wiles, who is retiring May 31, 1998; and appointment of Robert de V. Frierson as Associate Secretary, effective June 1, 1998.

- Approved, April 28, 1998

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

Bank Branches, Domestic

Atlanta

Bank of St. Petersburg, St. Petersburg, Florida -- to establish a branch at 3065 34th Street, North.

- Approved, May 1, 1998

St. Louis

Callaway Bank, Fulton, Missouri -- to establish a branch at the corner of Forum and Chapel Hill Roads in Columbia, Missouri.

- Approved, April 28, 1998

Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at 1201 Gunter Avenue, Guntersville, Alabama.

- Approved, April 30, 1998

Richmond

Crestar Bank, Richmond, Virginia -- to establish a branch in the Kroger store at the intersection of 11th Street and Arch Avenue, Waynesboro, Virginia.

- Approved, April 30, 1998

Richmond

Crestar Bank, Richmond, Virginia -- to establish a branch in the Community Price Food Store at the intersection of Hull Street and Belt Boulevard.

- Approved, April 30, 1998

Richmond

Crestar Bank, Richmond, Virginia -- to establish a branch in the Hannaford grocery store at 3507 West Cary Street.

- Approved, April 30, 1998

Philadelphia

Dauphin Deposit Bank and Trust Company, Harrisburg, Pennsylvania -- to establish branches in York, Pennsylvania, at 21 East Market Street; and 107 West Market Street.

- Approved, April 27, 1998

Bank Branches, Domestic

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch in the Colerain Bank Mart at 9690 Colerain Avenue.

- Approved, May 1, 1998

Philadelphia

First Republic Bank, Philadelphia, Pennsylvania -- to establish a branch at 1818 Market Street.

- Approved, April 27, 1998

Cleveland

Ohio Heritage Bank, Coshocton, Ohio -- to establish a branch at 1104 Walnut Street.

- Approved, May 1, 1998

Atlanta

Provident Bank of Florida, Sarasota, Florida -- to establish a branch at 5550 Fruitville Road, Sarasota, Florida.

- Approved, May 1, 1998

Kansas City

WestStar Bank, Vail, Colorado -- to establish a branch at 40 Sunset Drive #10A, Basalt; and 205 Independence, Cedaredge, Colorado.

- Approved, April 30, 1998

Bank Holding Companies

Boston

1885 Bancorp, New Bedford, Massachusetts -- to acquire Sandwich Bancorp, Inc., Sandwich, Massachusetts.

- Approved, April 27, 1998

San Francisco

American Marine Bank Employee Stock Ownership Plan, Bainbridge Island, Washington -- request for relief from a commitment.

- Granted, April 30, 1998

Bank Holding Companies

San Francisco

Belvedere Capital Partners, Inc., San Francisco, California ; California Community Financial Institutions Fund Limited Partnership; and Belvedere Bancorp -- to acquire shares of National Business Bank, Torrance, California.

- Approved, May 1, 1998

Richmond

Cardinal Financial Corporation, Fairfax, Virginia -- to acquire Cardinal Bank, N.A.

- Approved, May 1, 1998

Chicago

Charcompany, Inc., Birmingham, Michigan -- to acquire Warren Bank, Warren, Michigan.

- Granted, April 28, 1998

Cleveland

Citizens National Bancshares, Nicholasville, Kentucky -- to acquire Citizens National Bank of Jessamine County.

- Approved, May 1, 1998

Richmond

Clover Community Bankshares, Inc., Clover, South Carolina -- to acquire Clover Community Bank.

- Approved, April 28, 1998

St. Louis

CNB Bancshares, Inc., Evansville, Indiana -- to acquire National Bancorp, Tell City, Indiana, and TCB Bank.

- Approved, April 29, 1998

Atlanta

Employee Stock Ownership Trust of Peoples Bank and Trust Company of Pickett County, Byrdstown, Tennessee -- to acquire additional shares of Cumberland Bancshares.

- Approved, April 29, 1998

Bank Holding Companies

Kansas City

Giltner Investment Partnership II, Ltd., Omaha, Nebraska -- to acquire Avoca Company, Avoca, Nebraska; and engage in the sale of general insurance activities.
- Permitted, April 29, 1998

Kansas City

Hall Properties, LP, Perry, Oklahoma -- to acquire Perry Bancshares, Inc.
- Approved, May 1, 1998

Atlanta

Hibernia Corporation, New Orleans, Louisiana -- to merge with Peoples Holding Corporation, Minden, Louisiana, and acquire Peoples Bank and Trust Company.
- Approved, April 29, 1998

Director, BS&R

Keystone Financial, Inc., Harrisburg, Pennsylvania -- request for relief from certain commitments made in connection with proposal to acquire Martindale Andres & Company, West Conshocken, Pennsylvania, and engage in certain investment advisory activities.
- Granted, April 29, 1998

Dallas

LCNB Bancorporation of Delaware, Inc., Wilmington, Delaware -- to acquire Langham Creek National Bank, Houston, Texas.
- Approved, April 30, 1998

Dallas

LCNB Bancorporation, Inc., Houston, Texas -- to acquire LCNB Bancorporation of Delaware, Inc., Wilmington, Delaware, and Langham Creek National Bank, Houston, Texas.
- Approved, April 30, 1998

Secretary

Norwest Corporation, Minneapolis, Minnesota -- to acquire First Bank of Grants, Grants, New Mexico.
- Approved, April 27, 1998

Bank Holding Companies

Director, BS&R

Norwest Corporation, Minneapolis, Minnesota -- request that its subsidiary, the Foothill Group, Inc., Los Angeles, California, be permitted to act as general partner for certain leveraged investment limited partnerships.

- Granted, April 28, 1998

San Francisco

Pedcor Bancorp, Indianapolis, Indiana -- to engage in nonbanking activities.

- Withdrawn, April 30, 1998

Atlanta

Premier Bancorp, Inc., Brentwood, Tennessee -- to acquire Premier Bank of Brentwood.

- Approved, May 1, 1998

Dallas

Round Top Bancshares, Inc., Round Top, Texas -- to acquire South Central Texas Commercial Corporation, Carson City, Nevada, and Round Top State Bank.

- Approved, May 1, 1998

Chicago

St. Paul Bancorp, Inc., Chicago, Illinois -- waiver of application to acquire Beverly National Bank, Wilmington, Illinois.

- Granted, April 27, 1998

San Francisco

San Juan Bank Holding Company, Friday Harbor, Washington -- to acquire Islanders Bank.

- Withdrawn, April 28, 1998

Dallas

South Central Texas Commercial Corporation, Carson City, Nevada -- to acquire Round Top State Bank, Round Top, Texas.

- Approved, May 1, 1998

Bank Holding Companies

Kansas City

Southeast Capital Corporation ESOP, Idabel, Oklahoma, and Southeast Capital Corporation -- to engage in community development activities.

- Permitted, May 1, 1998

Atlanta

Southern Heritage Bancorp, Inc., Oakwood, Georgia -- to acquire Southern Heritage Bank.

- Approved, April 30, 1998

Secretary

SouthTrust Corporation, Montgomery, Alabama, and SouthTrust of Alabama -- request for waiver of application to acquire American Banks of Florida, Inc., Jacksonville, Florida.

- Granted, April 30, 1998

Richmond

Summit Bankshares, Inc., Raphine, Virginia -- to retain ownership of Valley Security Insurance Company.

- Approved, April 29, 1998

Atlanta

Unity Holdings, Inc., Cartersville, Georgia -- to acquire Unity National Bank.

- Approved, April 29, 1998

Atlanta

USAL Bancorp, Inc., Union Springs, Alabama -- to acquire AmeriFirst Bank, N.A.

- Approved, April 27, 1998

Secretary

Wachovia Corporation, Winston-Salem, North Carolina -- to acquire Hunt, Dupree, Rhine & Associates, Inc., Greenville, South Carolina, and Retirement Plan Securities, and engage in employee benefits consulting and financial and investment advisory activities.

- Permitted, April 28, 1998

Bank Holding Companies

Kansas City

Wilber Company, Wilber, Nebraska -- to acquire shares of NebraskaLand National Bank, North Platte, Nebraska.
- Approved, April 29, 1998

Bank Mergers

Kansas City

Mercantile Bank, Overland Park, Kansas -- to purchase the assets and assume the liabilities of certain branches of Mercantile Bank of Northern Missouri, Macon; and to merge with Mercantile Bank of St. Joseph, St. Joseph, and Mercantile Bank of Northwest Missouri, Maryville, Missouri, and to establish additional branches.
- Approved, April 29, 1998

Banks, State Member

Kansas City

Exchange Bank and Trust Company, Perry, Oklahoma -- payment of a dividend.
- Approved, May 1, 1998

Capital Stock

Minneapolis

Southern Minnesota Bancshares, Inc., Wells, Minnesota -- redemption of shares
- Approved, April 28, 1998

Change In Bank Control

St. Louis

HBancorporation Inc., Lawrenceville, Illinois -- change in bank control.
- Permitted, May 1, 1998

Chicago

Northwest Iowa Bancorporation, Le Mars, Iowa -- change in bank control.
- Permitted, April 27, 1998

Kansas City

Perry Bancshares, Inc., Perry, Oklahoma -- change in bank control.
- Permitted, May 1, 1998

Competitive Factors Reports

Cleveland

Banc One Corporation, Columbus, Ohio -- report on competitive factors involving various proposed purchase and assumption transactions by Banc One Corporation subsidiary banks.

- Submitted, April 27, 1998

Boston

BankBoston, N.A., Boston, Massachusetts -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the bank formerly known as Deutsche Bank Argentina, S.A., Buenos Aires, Argentina.

- Submitted, April 28, 1998

Cleveland

Cardinal State Bank, Maineville, Ohio -- report on competitive factors of the proposed merger with Deer Park Federal Savings and Loan Association, Cincinnati, Ohio.

- Submitted, April 27, 1998

Cleveland

Citizens National Bank of Jessamine County, Nicholasville, Kentucky -- report on competitive factors of the proposed merger with Citizens Interim National Bank.

- Submitted, April 27, 1998

Chicago

Farmers State Bank of McNabb, McNabb, Illinois -- report on competitive factors of the proposed merger with Farmers Interim Bank.

- Submitted, April 27, 1998

Atlanta

Gateway American Bank of Florida, Fort Lauderdale, Florida -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Gibraltar Bank, F.S.B. branch at 18590 Northwest 67th Avenue, Miami, Florida.

- Submitted, April 29, 1998

Competitive Factors Reports

New York

Hudson United Bank, Jersey City, New Jersey -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of thirteen branches of First Union National Bank, Charlotte, North Carolina.
- Submitted, May 1, 1998

Richmond

One Valley Bank-Central Virginia, National Association, Lynchburg, Virginia -- report on competitive factors of the proposed merger with First Federal Savings Bank of Lynchburg.
- Submitted, April 28, 1998

San Francisco

Pacific Northwest Bank, Seattle, Washington -- report on competitive factors of the proposed merger with New Pacific Northwest Bank, Oak Harbor, Washington.
- Submitted, April 23, 1998 (AC)

Cleveland

Peoples Bank Co., Coldwater, Ohio -- report on competitive factors of the proposed merger with The PBC Interim Bank.
- Submitted, April 27, 1998

Cleveland

Peoples Banking and Trust Company, Marietta, Ohio -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of five branches of Community Trust Bank of West Virginia, N.A., Williamson, West Virginia.
- Submitted, April 27, 1998

Cleveland

Sherwood State Bank, Sherwood, Ohio -- report on competitive factors of the proposed merger with Sherwood Interim Bank.
- Submitted, April 27, 1998

Chicago

State Bank of Wonewoc, Wonewoc, Wisconsin -- report on competitive factors of the proposed merger with Wonewoc Interim Bank.
- Submitted, April 28, 1998

Competitive Factors Reports

Atlanta

Summit National Bank, Atlanta, Georgia -- report on competitive factors of the proposed merger with California Security Bank, San Jose, California.

- Submitted, April 29, 1998

Richmond

United National Bank, Parkersburg, West Virginia -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Charles Town and Shepherdstown, West Virginia, branches of Community Trust Bank of West Virginia, N.A., Williamson, West Virginia.

- Submitted, May 1, 1998

Extensions Of Time

Chicago

First Mutual of Richmond, Inc., Richmond, Indiana -- extension to July 9, 1998, to acquire Richmond Mutual Bancorporation, Inc., and First Bank Richmond, National Association.

- Granted, April 30, 1998

Richmond

Hanover Bank, Mechanicsville, Virginia -- extension to July 31, 1998, to establish a branch at the intersection of Sliding Hill Road and Totopotomy Trail.

- Approved, April 28, 1998

Chicago

Richmond Mutual Bancorporation, Inc., Richmond, Indiana -- extension to July 9, 1998, to acquire First Bank Richmond, National Association.

- Granted, April 30, 1998

Dallas

State National Bancshares, Inc., Lubbock, Texas, and State National Bancshares of Delaware, Inc., Dover, Delaware -- extension to July 31, 1998, to acquire First National Bank of Denver City, Denver City, Texas.

- Approved, May 1, 1998

Membership

San Francisco

Channel Island Bank, Oxnard, California -- to become a member of the Federal Reserve System.

- Approved, April 30, 1998

Kansas City

First State Bank of Elkhart, Elkhart, Kansas -- to become a member of the Federal Reserve System.

- Approved, April 30, 1998

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week of May 2, 1998

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>
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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 2nd Quarter of 1998

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

District 2
Federal Reserve Bank of New York

Applications and notifications filed during the week of May 2, 1998

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)	The Bank of Nova Scotia, Halifax, Nova Scotia, Canada, to acquire, through its wholly-owned, indirect subsidiary, The Bank of Nova Scotia New York Trust Company, New York, New York, American Securities Transfer & Trust Inc., Denver, Colorado, and thereby engage in transfer agency trust company activities.	N/Avail

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

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

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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>
414102	Alden State Bank 13216 Broadway Alden, New York 14004	12/01/97	04/28/98	Outstanding	Small Bank

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 3
Federal Reserve Bank of Philadelphia
Applications and notifications filed during the week of May 2, 1998

Section I - Applications subject to newspaper notice only

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

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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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>
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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>
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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>
884312	First Bank of Philadelphia Philadelphia, PA	10/6/97	4/28/98	Satisfactory	Small Bank

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 4
Federal Reserve Bank of Cleveland

Applications and Notifications Filed During the Week of May 2, 1998

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>
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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>
215523	The Oakwood Deposit Bank Company 218 N. First Street Oakwood, OH 45873	2/9/98	5/1/98	Satisfactory	Small Bank
27614	The Andover Bank Public Square Andover, OH 44003	12/1/97	5/1/98	Outstanding	Small Bank

Section VI - CRA examinations scheduled 2nd **Quarter of** 1998

<i>Institution</i>	<i>Location</i>
Citizens Deposit Bank & Trust	P.O. Box 9, 400 Second Street, Vanceburg, KY 41179-0009
Enterprise Bank	6150 Enterprise Parkway, Solon, OH 44139
Farmers Bank & Savings Company	P.O. Box 626, 211 W. 2nd Street, Pomeroy, OH 45769-1037
Heartland Bank	P.O. Box 7, 12 N. Main Street, Croton, OH 43013-0007
The Citizens Banking Company	P.O. Box 247, 10 E. Main Street, Salineville, OH 43945-0247
The St. Henry Bank	P.O. Box 330, 231 E. Main Street, St. Henry, OH 45883
Towne Bank	610 East South Boundary, Perrysburg, OH 43551

District 5
Federal Reserve Bank of Richmond

Applications and notifications filed during the week of April 27, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Centura Bank, Rocky Mount, North Carolina, to acquire four branch offices and an electronic funds transfer facility of NBC Bank, FSB, Knoxville, Tennessee, located in Kroger stores in Winston-Salem and Kernersville, North Carolina.*	5-29-98
Branch	F&M Bank-West Virginia, Ranson, West Virginia, to establish a branch in the Wal-Mart SuperCenter at 800 Foxcroft Avenue, Martinsburg, West Virginia.*	6-1-98

*Subject to the provision 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)	FirstBancorporation, Inc., Beaufort, South Carolina, to acquire FirstBank of the Midlands, N.A., Columbia, South Carolina, in organization.*	Fed Reg - 5-26-98 Newspaper - N/Avail
CIC	Notice of Change in Control with respect to United Financial Banking Companies, Inc., Vienna, Virginia, filed by Manuel V. Fernandez.	Fed Reg - N/Avail

*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>
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>
Membership	The Bank of Barnwell County, Barnwell, South Carolina, for membership in the Federal Reserve System.	

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>
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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>
219026	First Community Bank of Saltville 109 East Main Street Saltville, Virginia 24370	3-2-98	5-3-98	Outstanding	SB

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week of May 2, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Peoples Bank & Trust Company, Selma, Alabama, to establish a branch located at 28827 Highway 5, Woodstock, Alabama.*	05/20/98
Branch	Bank of St. Petersburg, St. Petersburg, Florida, to establish a branch located at 3065 34th Street, North, St. Petersburg, Florida.*	04/26/98

*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>
4(c)(8)	Republic Bancshares, Inc., St. Petersburg, Florida, to acquire Bankers Savings Bank, FSB, Coral Gables, Florida, and thereby engage in operating a savings association.*	Newspaper - 06/01/98
CIC	DBT Holding Company, Vidalia, Georgia, after-the-fact notification filed by the Darby Family Limited Partnership No. 2, Vidalia, Georgia, to retain 46.6 percent of the outstanding shares of DBT Holding Company, Vidalia, Georgia.*	Newspaper - 05/22/98
3(a)(3)	BankFirst Corporation, Knoxville, Tennessee, formerly Smoky Mountain Bancorp, Inc., Knoxville, Tennessee, to acquire First Franklin Bancshares, Inc., and its subsidiary, First National Bank and Trust Company of Athens, both of Athens, Tennessee.*	Newspaper - 05/29/98
4(c)(8)	Republic Bancshares, Inc., St. Petersburg, Florida, to acquire Republic Bank, F.S.B., St. Petersburg, Florida, and thereby engage in operating a savings association.*	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>
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>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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The 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 2nd Quarter of 1998

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week of May 2, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branches	Alpha Community Bank (formerly The Washburn Bank) Washburn, Illinois Citizens National Bank of Toluca Toluca, Illinois Minonk State Bank Minonk, Illinois 201 N. Main Street Toluca, Illinois 137 W. Fifth Street Minonk, Illinois	Newspaper - N/Avail
Branch	Baylake Bank Sturgeon Bay, Wisconsin 936 Furman Drive Waupaca, Wisconsin	Newspaper - 5/1/98
Membership	Alpha Community Bank (formerly The Washburn Bank) Washburn, Illinois	Newspaper - 5/23/98

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>
3(a)(3)	NW Bancorp, Inc.* Prospect Height, Illinois Village Bank & Trust (in organization) North Barrington, Illinois	Fed Reg - 5/26/98 Newspaper - N/Avail

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)	1st Brookfield, Inc. Employee Stock Ownership Plan* Brookfield, Illinois 1st Brookfield, Inc. Brookfield, Illinois First National Bank of Brookfield Brookfield, Illinois	Fed Reg - 5/15/98 Newspaper - 5/22/98
3(a)(3)	Rigler Investment Co.* New Hampton, Iowa Figge Bancshares, Inc. Ossian, Iowa Ossian State Bank Ossian, Iowa Iowa State Bank Calmar, Iowa	Fed Reg - 5/26/98 Newspaper - N/Avail

Fed Reg - Federal Register Comment Period Ending Date

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not Available at this time

*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)	First Chicago NBD Corporation Chicago, Illinois Boston Equiserve L.P. Canton, Massachussets	Fed Reg - 5/20/98

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>
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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>
418847	M&I Bank of Mayville 209 Horicon Street Mayville, WI 53050-0007 (920) 387-2200	12/11/97	4/28/98	Satisfactory	Large Bank
349044	M&I Bank South Central 205 N. Second Street Watertown, WI 53094-0457 (920) 261-7102	12/15/97	4/28/98	Satisfactory	Large Bank

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week of May 2, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving Magnolia Bancshares, Inc., Hodgenville, Kentucky, by the Clanton Investment LP, Louisville, Kentucky (Jerry Clanton and Jany Clanton as general partners).	N/Avail
3(a)(3)	Notice by Mercantile Bancorporation Inc., St. Louis, Missouri, to indirectly acquire Firstbank of Illinois Co., Springfield, Illinois.*	Fed Reg - 5/26/98
3(a)(5)	Companion notice by Ameribanc, Inc., St. Louis, Missouri, a wholly owned bank holding company subsidiary of Mercantile Bancorporation Inc., St. Louis, Missouri, to acquire, through merger, Firstbank of Illinois Co., Springfield, Illinois.*	Fed Reg - 5/26/98
4(c)(8)	Companion notice by Mercantile Bancorporation Inc., St. Louis, Missouri, to acquire Firstbank of Illinois Co., Springfield, Illinois, and thereby engage in certain nonbank activities through the indirect acquisition of the following nonbank subsidiaries: (i) Zemenick & Walker, Inc., St. Louis, Missouri, which engages in providing investment advisory services, including non-discretionary investment advice, pursuant to Section 225.28(b)(6) of Regulation Y; (ii) Mid-County Financial Inc., Springfield, Illinois, which engages in making indirect consumer automobile loans, pursuant to Section 225.28(b)(1) of Regulation Y; (iii) FFG Trust, Inc., Springfield, Illinois, which engages in providing corporate trust and investment management services, pursuant to Section 225.28(b)(5) and (6) of Regulation Y; and (iv) GCT Realty, Fairview Heights, Illinois, which engages in community development activities, pursuant to Section 225.28(b)(12) of Regulation Y.	Fed Reg - 5/26/98

* 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>
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- 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 2nd Quarter of 1998

Institution

Location

None

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week of May 2, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	American Bank of Montana, Bozeman, Montana, to establish a branch in Big Sky, Montana.*	5/19/98

*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)(3)	Avon State Bank Employee Stock Ownership Plan, Avon, Minnesota, for prior approval to acquire 36.1% of the voting shares of Avon Bancshares, Inc., Avon, Minnesota.*	Fed Reg - 5/22/98* *Corrected
3(a)(3)	Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of The Bank of New Mexico Holding Company, Albuquerque, New Mexico.*	Fed Reg - 5/26/98
3(a)(3)	Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of Charter Bancorporation, Inc., Scottsdale, Arizona.*	Fed Reg - 5/26/98
3(a)(3)	Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of MidAmerica Bancshares, Inc., Newport, Minnesota.*	Fed Reg - 5/26/98
3(a)(3)	Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of Minnesota Bancshares, Inc., Newport, Minnesota.*	Fed Reg - 5/26/98
3(a)(3)	Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of Wisconsin Bancshares, Inc., Newport, Minnesota.*	Fed Reg - 5/26/98
3(a)(3)	North Country Financial Corporation, Manistique, Michigan, for prior approval to acquire 62.5% of the voting shares of North Country Bank - Southwest, Scottsdale, Arizona, a <i>de novo</i> bank.*	Fed Reg - 5/29/98
3(a)(5)	FMB Bankshares, Inc., Madison, South Dakota, for prior approval to acquire 100% of the voting shares via merger of Canton Bancshares, Inc., Canton, South Dakota.*	Fed Reg - 5/28/98

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Carl Larson to acquire control of 31.2% of the voting shares of Omega City Holding Company, La Moure, North Dakota.	Fed Reg - 5/15/98
CIC	Myron Mulder to acquire control of 24.5% of the voting shares of PSB Financial Shares, Inc., Prinsburg, Minnesota.	Fed Reg - 5/20/98

*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>
4(c)(8)	Norwest Corporation, Minneapolis, Minnesota, to engage in extending credit and servicing loans and leasing personal or real property through the acquisition of MidAmerica Bancshares, Inc., Newport, Minnesota.	5/26/98
4(c)(8)	FMB Bankshares, Inc., Madison, South Dakota, to engage in general insurance activities in a place where the bank holding company or one of its subsidiaries has a lending office and that has a population not exceeding 5,000 through the acquisition of Canton Bancshares, Inc., Canton, South Dakota.	5/28/98

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Member	F&M Bank-Cannon Valley, Dundas, Minnesota, for prior approval to become a member of the Federal Reserve System.	
24A	Merchants State Bank, Freeman, South Dakota, for prior approval to increase its investment in bank premises.	

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

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

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

- 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>
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None

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week of May 2, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)/Branch	New Canadian State Bank, Oklahoma City, Oklahoma, for prior approval to merge with Canadian State Bank, Yukon, Oklahoma, and establish an additional branch.	Newspaper - N/Avail
18(c)/Branch	RCB Bank, Claremore, Oklahoma, for prior approval to merge with Bank of Inola, Broken Bow, Oklahoma, and establish an additional branch.	Newspaper - N/Avail
18(c)/Branch	Western Banak of Cody, Cody, Wyoming, for prior approval to merge with First National Bank, Worland, Wyoming, and establish an additional branch.	Newspaper - 05/20/98
Branch	Citizens Bank of Tulsa, Tulsa, Oklahoma, for prior approval to establish a branch at 11032 S. Memorial, Tulsa, Oklahoma.	Newspaper - 04/20/98
Branch	Bank of Inola, Inola, Oklahoma, for prior approval to establish a branch at 7051 S. Garnett, Broken Bow, Oklahoma.	Newspaper - 05/28/98

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)(3)	Central Trust Company, Lander, Wyoming, for prior approval to acquire 64.44 percent of the voting shares of VH Bancorporation, Inc., Edina, Minnesota; and thereby indirectly acquire Grand Marais State Bank, Grand Marais, Minnesota.	Newspaper - 05/27/98 Fed Reg - 05/26/98
3(a)(3)	First Commerce Bancshares, Inc., Lincoln, Nebraska, for prior approval to acquire 100 percent of the voting shares of Western Nebraska National Bank, Valentine, Nebraska.	Newspaper - 05/22/98 Fed Reg - 05/29/98

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>
Membership	RCB Bank, Claremore, Oklahoma, for membership in the Federal Reserve System.	
Membership	New Canadian State Bank, Oklahoma City, Oklahoma, for membership in the Federal Reserve System.	

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>
933854	WestStar Bank 121 W. 4th Street Bartlesville, Oklahoma 74003-6601	02/02/98	05/01/98	Satisfactory

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 11
Federal Reserve Bank of Dallas

Applications and notifications filed during the week of May 2, 1998

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>
3(a)(1)	A.B. Bancshares, Inc., Houston, TX, to acquire A.B. Bancshares of Delaware, Inc., Wilmington, DE, and American Bank, Houston, TX	
3(a)(1)	A.B. Bancshares of Delaware, Inc., Wilmington, DE, to acquire American Bank, Houston, TX	

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>
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None

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 12
Federal Reserve Bank of San Francisco
Applications and Notifications Filed During the Week of May 2, 1998

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>
4(c)(8)	SJNB Financial Corp., San Jose, California, to engage in nonbanking activities through the acquisition of Epic Funding Corporation, Lafayette, California.	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>

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					<i>Large bank</i>	<i>Small bank</i>
None						

Section VI - CRA examinations scheduled 2nd Quarter of 1998

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