
Federal Reserve Release



H.2

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

No. 14

Week Ending April 3, 1999

Bank Holding Companies

ANB Corporation, Muncie, Indiana -- to acquire Farmers State Bancorp, Union City, Ohio, and The Farmers State Bank of Union City.

- Approved, April 1, 1999

Banco Santander, S.A., Madrid, Spain -- to acquire BCH-USA, New York, New York.

- Approved, April 1, 1999

C-B-G, Inc., Wilton, Iowa -- to acquire Peoples National Corporation, Columbus Junction, Iowa, and Community Bank, Muscatine.

- Approved, March 29, 1999

Banks, Foreign

Paribas, Paris, France -- to establish a representative office in Atlanta, Georgia.

- Approved, April 1, 1999

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

Bank Branches, Domestic

Secretary

Arizona Bank, Tucson, Arizona -- to establish a branch at 2727 N. Power Road, Mesa, Arizona.

- Approved, March 31, 1999

Kansas City

Bank of Belen, Belen, New Mexico -- to establish a branch at 394 Rio Communities Boulevard.

- Approved, March 30, 1999

St. Louis

Bank of Rogers, Rogers, Arkansas -- to establish a branch at 319 N. Bloomington, Lowell, Arkansas.

- Approved, March 29, 1999

Secretary

Compass Bank, Birmingham, Alabama -- to establish a branch at 3633 Bee Cave Road, Austin, Texas.

- Approved, March 26, 1999 (AC)

Richmond

F&M Bank-Winchester, Winchester, Virginia -- to establish a branch at 432 South Street, Front Royal, Virginia.

- Approved, April 2, 1999

Minneapolis

Northwestern Bank, Chippewa Falls, Wisconsin -- to establish a branch at 803 East Murray Street, Boyd, Wisconsin.

- Approved, March 30, 1999

St. Louis

State Bank of Dixon, Dixon, Missouri -- to establish a branch at 434 Highway Y, St. Robert, Missouri.

- Approved, March 30, 1999

Bank Holding Companies

New York

1st Constitution Bancorp, Cranbury, New Jersey -- to acquire 1st Constitution Bank.
- Approved, March 26, 1999 (AC)

Director, BS&R

Commerzbank AG, Frankfurt am Main, Federal Republic of Germany -- request for limited relief from a commitment in connection with its notices to engage in futures commission merchant, securities brokerage, and other nonbanking activities.
- Granted, March 30, 1999

Kansas City

Community State Bancshares, Inc., Wichita, Kansas -- to acquire Community Bank of Wichita, Inc.
- Approved, March 31, 1999

Kansas City

Consolidated Equity Corporation, Purcell, Oklahoma -- to engage in community development activities through Heart of Oklahoma Community Development Corporation.
- Approved, March 30, 1999

Kansas City

First Norton Corporation, Norton, Kansas -- waiver of application to acquire Lenora Bancshares, Inc., Lenora, Kansas, and Exchange Bank of Lenora.
- Granted, February 8, 1999 (AC)

Cleveland

FJSB Bancshares, Ft. Jennings, Ohio; Pandora Bancshares, Pandora; Diamond Bancshares, Antwerp; United Bancshares, Columbus Grove; and Sherwood Banc Corp., Sherwood -- to engage in permissible nonbanking activities through Northwest Financial Services, LLC.
- Approved, January 11, 1999 (AC)

Atlanta

Habersham Bancorp, Cornelia, Georgia -- to acquire shares of CB Financial Corp., Warrenton, Georgia, and Citizens Bank.
- Approved, April 2, 1999

Bank Holding Companies

St. Louis

Independence Bancorp, New Albany, Indiana -- to acquire Crawford Financial Corporation, Indianapolis, Indiana, and Marengo State Bank, Marengo.
- Approved, April 2, 1999

Dallas

Lubbock National Bancshares, Inc., Lubbock, Texas -- to acquire Commerce Southwest Mortgage, L.L.C. and engage in mortgage lending and brokerage activities.
- Approved, March 31, 1999

Kansas City

McClain County Bancorporation, Purcell, Oklahoma -- to engage in community development activities through Heart of Oklahoma Community Development Corporation.
- Approved, March 30, 1999

Cleveland

Mellon Bank Corporation, Pittsburgh, Pennsylvania -- to engage, through Mellon Financial Markets, Inc., in certain nonbanking activities.
- Approved, January 22, 1999 (AC)

St. Louis

NBC Capital Corporation, Starkville, Mississippi -- to acquire, through merger, FFBS Bancorp, Inc., Columbus, Mississippi.
- Withdrawn, March 30, 1999

Minneapolis

Northfield Bancshares, Inc., Northfield, Minnesota -- to acquire RCB Holding Company, Roseville, Minnesota.
- Approved, March 30, 1999

St. Louis

Reliance Bancshares, Inc., Des Peres, Missouri -- to acquire Reliance Bank.
- Approved, April 1, 1999

Bank Holding Companies

New York

Standard Chartered PLC, London, England -- to acquire, through Standard Chartered Bank, certain trade finance and dollar clearing businesses of UBS AG, Basle, Switzerland.

- Approved, April 1, 1999

Kansas City

Stockgrowers Banc Corporation, Ashland, Kansas -- to acquire Howell Insurance Agency of Ashland and engage in general insurance activities in a town with a population of less than 5000.

- Approved, March 29, 1999

St. Louis

Union Financial Group, Ltd., Swansea, Illinois -- to acquire Union Bank of Illinois.

- Withdrawn, March 31, 1999

San Francisco

Wells Fargo & Company, San Francisco, California -- to acquire shares of PaymentNet, Inc., Pleasanton, California, through Norwest Services, Inc., Minneapolis, Minnesota, and engage in check guarantee and data transmission activities.

- Approved, March 29, 1999

San Francisco

Wells Fargo & Company, San Francisco, California, and Norwest Insurance, Inc., West Des Moines, Iowa -- to engage, through ATI Title Agency of Ohio, Inc., Cleveland, Ohio, in title insurance agency, escrow, and other real estate closing activities.

- Approved, March 30, 1999

San Francisco

Westamerica Bank, San Rafael, California -- payment of a dividend.

- Approved, January 14, 1999 (AC)

Bank Mergers

Kansas City

Premier Bank, Lenexa, Kansas -- to merge with Bank of Craig, Craig, Missouri, and establish a branch.

- Approved, March 30, 1999

Banks, Foreign

San Francisco

Bank Sinopac, Taipei, Taiwan -- to establish a state-licensed branch in Los Angeles, California.

- Approved, April 1, 1999

Banks, Nonmember, And Miscellaneous Institutions

Richmond

Allied Capital Commercial Corporation, Washington, DC, Allied Capital Corporation II, and Allied Capital Corporation -- deregistration under Regulation U.

- Approved, April 2, 1999

Banks, State Member

Minneapolis

Northwestern Bank, Chippewa Falls, Wisconsin -- to purchase certain assets and assume liabilities of the Boyd, Wisconsin, branch of M&I Community State Bank, Eau Claire.

- Approved, March 30, 1999

St. Louis

Union Bank of Illinois, Swansea, Illinois -- to purchase certain assets and assume certain liabilities of the New Athens, Illinois, branch of Mercantile Bank, N.A., St. Louis, Missouri.

- Withdrawn, March 31, 1999

St. Louis

Union Bank of Illinois, Swansea, Illinois -- to purchase certain assets and assume certain liabilities of Union Bank, N.A., Ellisville, Missouri.

- Withdrawn, March 31, 1999

Change In Bank Control

Dallas

American Bancshares - Red River, Inc., Coushatta, Louisiana -- change in bank control.
- Permitted, March 31, 1999

Chicago

Evans Bancshares, Inc., Evansdale, Iowa -- change in bank control.
- Permitted, April 1, 1999

Chicago

First Midwest Financial, Inc., Storm Lake, Iowa -- change in bank control.
- Permitted, March 29, 1999

Atlanta

P.C.B. Bancorp, Inc., Largo, Florida -- change in bank control.
- Permitted, March 29, 1999

Chicago

Peoples Holding Corp., Winfield, Iowa -- change in bank control.
- Permitted, April 1, 1999

Competitive Factors Reports

Dallas

American National Bank of Texas, Terrell, Texas -- report on competitive factors of the proposed merger with Bank of Van Zandt, Canton, Texas.
- Submitted, April 1, 1999

Minneapolis

Community National Bank, Northfield, Minnesota -- report on competitive factors of the proposed merger with Roseville Community Bank, N.A., Roseville, Minnesota.
- Submitted, March 30, 1999

San Francisco

First Bank of San Luis Obispo, San Luis Obispo, California -- report on competitive factors of the proposed merger with First Merger Corporation.
- Submitted, March 31, 1999

Competitive Factors Reports

Dallas

Frost National Bank, San Antonio, Texas -- report on competitive factors of the proposed merger with Bank of Commerce, Fort Worth, Texas.
- Submitted, March 30, 1999

Cleveland

National City Bank, Cleveland, Ohio -- report on competitive factors of the proposed merger with National City Interim Trust Company, West Palm Beach, Florida.
- Submitted, March 30, 1999

Cleveland

National City Interim Trust Company, West Palm Beach, Florida -- report on competitive factors of the proposed merger with National City Trust Company.
- Submitted, March 30, 1999

New York

New Albank, Albany, New York -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Albank Commercial.
- Submitted, March 29, 1999

Secretary

Northrim Bank, Anchorage, Alaska -- report on competitive factors of the proposed purchase of eight branches of Bank of America, National Trust and Savings Association, San Francisco, California.
- Submitted, March 30, 1999

San Francisco

Norwest Bank Wyoming, N.A., Casper, Wyoming -- report on competitive factors of the proposed merger with Riverton State Bank, Riverton, Wyoming, and Dubois National Bank, Dubois.
- Submitted, March 29, 1999

San Francisco

Stockmans Bank, Elk Grove, California -- report on competitive factors of the proposed merger with SFG Merger Company.
- Submitted, April 1, 1999

Competitive Factors Reports

San Francisco

Valley Bank, San Marino, California -- report on competitive factors of the proposed merger with Interim Valley Bank.
- Submitted, March 31, 1999

Cleveland

Winton Savings and Loan Co., Cincinnati, Ohio -- report on competitive factors of the proposed acquisition and merger with BenchMark Federal Savings Bank.
- Submitted, March 30, 1999

Secretary

Zions First National Bank, N.A., Salt Lake City, Utah -- report on competitive factors of the proposed merger with Zions Mortgage Company.
- Submitted, April 1, 1999

Extensions Of Time

New York

Bank of New York, New York, New York -- extension to January 5, 2000, to establish a branch in Shanghai, People's Republic of China.
- Granted, February 10, 1999 (AC)

St. Louis

Chambers Bancshares, Inc., Danville, Arkansas, and Community Investment, Inc., Elkins, Arkansas -- extension to July 14, 1999, to acquire Northwest Community Bancshares, Inc., Fayetteville, Arkansas, and Community Bank, F.S.B.
- Granted, April 2, 1999

St. Louis

First Tennessee National Corporation, Memphis, Tennessee -- extension to October 15, 1999, to organize First Horizon, FSB, Bristol, Virginia.
- Granted, March 30, 1999

Dallas

Founders Bancshares, Inc., Dallas, Texas -- extension to July 14, 1999, to acquire Skillman Bancshares, Inc., Dover, Delaware, and Founders National Bank - Skillman, Dallas.
- Granted, April 1, 1999

Extensions Of Time

Boston

Machias Bancorp, MHC, Machias, Maine, and Machias Bancorp, Inc. -- extension to April 30, 1999, to become a mutual bank holding company and a bank holding company, respectively, through the reorganization of Machias Savings Bank.
- Granted, March 30, 1999

Boston

Machias Bancorp, MHC, Machias, Maine; Machias Bancorp, Inc.; and MSB Leasing, Inc. -- extension to April 30, 1999, to engage in management consulting services through the acquisition of an interest in M&M Consulting, LLC, Bangor, Maine.
- Granted, March 30, 1999

Boston

Marlborough Bancorp, Marlborough, Massachusetts -- extension to July 7, 1999, to become a mutual bank holding company through the reorganization of Marlborough Co-operative Bank.
- Granted, March 31, 1999

Dallas

Skillman Bancshares, Inc., Dover, Delaware -- extension to July 14, 1999, to acquire Founders National Bank - Skillman, Dallas, Texas.
- Granted, April 1, 1999

Director, BS&R

Societe Generale, Paris, France -- extension to June 30, 1999, to fulfill its commitment to cease acting as a distributor of shares of certain open-end investment companies.
- Granted, March 31, 1999

Director, BS&R

U.S. Bancorp, Minneapolis, Minnesota -- extension to January 24, 2000, to divest certain real estate investments and dispose of certain nonbank subsidiaries.
- Granted, March 29, 1999

Membership

Kansas City

Bank of Commerce, Catoosa, Oklahoma -- to become a member of the Federal Reserve System.

- Approved, February 5, 1999 (AC)

Secretary

Maquoketa State Bank, Maquoketa, Iowa -- to become a member of the Federal Reserve System.

- Approved, March 26, 1999 (AC)

St. Louis

Union Bank of Illinois, Swansea, Illinois -- to become a member of the Federal Reserve System.

- Withdrawn, March 31, 1999

Regulations And Policies

Director, C&CA

Regulation M -- revisions of the official staff commentary to provide guidance on disclosure for lease advertisements, multiple-item leases, renegotiations and extensions, and estimates of official fees and taxes (Docket No. R-1028).

- Approved, March 30, 1999

Director, C&CA

Regulation Z -- revisions of the official staff commentary to address the issuance of unsolicited credit cards, credit sales involving trade-ins, and payment schedules that include private mortgage insurance (Docket No. R-1029).

- Approved, March 30, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Passumpsic Bancorp, St. Johnsbury, Vermont - notification of acquisition of Passumpsic Bank, FSB, Littleton, New Hampshire, a de novo thrift	Newspaper - 04/30/1999 Fed Reg - 05/03/1999

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Moscow Narodny Bank, London, England, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Caixa Geral de Depositos, Lisbon, Portugal, to establish a branch in New York, New York.	Newspaper – N/Avail
FBSEA	Kookmin Bank, Seoul, Korea, to establish a branch office in New York, New York.	Newspaper – 04/05/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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)	Barclays PLC, Barclays Bank PLC, both of London, England, Bayerische Hypo-und Vereinsbank AG, Munich, Germany, and Deutsche Bank AG, Frankfurt, Germany, through their affiliates, to establish and operate, through Global Trust Organization, LLC, in global interoperable network of participating financial institutions that will operate as certification authorities.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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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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NI = Needs to improve

SN = Substantial noncompliance

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

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

None

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

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3a3	Sterling Financial Corporation, Lancaster, PA, to acquire The First National Bank of North East, North East, MD.	Newspaper - N/Avail Fed Reg - N/Avail
3a5	Sterling Financial Corporation, Lancaster, PA, to acquire Northeast Bancorp, Inc., North East, MD.	Newspaper - N/Avail Fed Reg - N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

- O = Outstanding**
- S = Satisfactory**
- NI = Needs to improve**
- SN = Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
551315	Wilmington Trust of PA	09/21/1998	04/05/1999	O	X	

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

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Received application from Minster Bank, Minster, OH on 03/31/1999 to merge with MSB Interim Bank, Minster, OH.*	04/29/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Received application from Minster Financial Corp., Minster, OH on 03/29/1999 to acquire Minster Bank, Minster, OH.*	Fed Reg – 04/29/1999

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Guaranty Bank, Charlottesville, Virginia, to establish branches at the intersection of Park Terrace Drive and Lauderdale Drive, Richmond, Virginia, and at the intersection of U.S. Route 29 and Worth Crossing , Charlottesville, Virginia.*	Newspaper – 04/16/1999
Branch	F & M Bank-Northern Virginia, Fairfax, Virginia, to establish a branch at 4736 Lee Highway, Arlington, Virginia.*	Newspaper – 04/21//1999

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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>
Foreign	First Union Corporation, Charlotte, North Carolina, to invest \$53.8 million in its wholly owned subsidiary, The Money Store Holdings, Ltd., London, England

Section V – Availability of CRA public evaluations

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

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

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

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
163923	F&M Bank-Northern Virginia 4117 Chain Bridge Road Fairfax, Virginia 22030-1087	11/30/1998	04/03/1999	S	X	

Section VI – CRA examinations scheduled for

Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First South Bank, Boca Raton, Florida, to establish a branch located at 801 U.S. Highway One, North Palm Beach, Florida, to be known as the North Lake Branch.	04/10/1999*

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Citizens Bancshares of Southwest Florida, Naples, Florida, to become a bank holding company by acquiring Citizens National Bank of Southwest Florida, Naples, Florida (in organization).	N/Avail*
3(a)(1)	Manufacturers Bankshares, Inc., Tampa, Florida, to become a bank holding company by acquiring Manufacturers Bank of Florida, Tampa, Florida.	N/Avail*
CIC	Southern Security Bank Corporation, Boca Raton, Florida, prior notification by Mr. Michael E. Golden and Mr. Steven D. Schwartz to acquire 32.56 and 13.99 percent, respectively of Southern Security Bank Corporation, and indirect acquisition of Southern Security Bank, both of Hollywood, Florida.	N/Avail*
4(c)(8)	Trustmark Corporation, Jackson, Mississippi, to acquire Trustmark Bankcard, National Association, Columbus, Georgia (in organization), and thereby engage in making, acquiring, brokering, or servicing loans or other extensions of credit.	N/Avail*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Southern Security Bank Corporation, Hollywood, Florida, to acquire First Colonial Securities Group, Inc., Boca Raton, Florida, and thereby engage in providing financial and investment advisory activities; agency transactional services for customer investments; and investment transactions as principal.	

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

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

Section V – Availability of CRA public evaluations

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

Institution

Location

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Community Bank Harbor Springs, Michigan 1116 E. State Street Cheboygan, Michigan	Newspaper – 4/8/1999
Branch	M&I Bank of Menomonee Falls Menomonee Falls, Wisconsin N64 W25050 Prospect Circle Sussex, Wisconsin	Newspaper – 4/22/1999

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)(1)	Iowa Community Bancorp, Inc.* Creston, Iowa Union-Adams Bancorp Creston, Iowa Iowa State Savings Bank Creston, Iowa	Fed Reg – 4/16/1999 Newspaper – 4/16/1999
3(a)(1)	Van Orin Bancorp, Inc.* Van Orin, Illinois First State Bank of Van Orin Van Orin, Illinois	Fed Reg – 4/29/1999 Newspaper – N/Avail
3(a)(3)	F & M Bancorporation, Inc.* Kaukauna, Wisconsin CBE, Inc. Elkhorn, Wisconsin Community Bank of Elkhorn Elkhorn, Wisconsin	Fed Reg – 4/16/1999 Newspaper – 4/12/1999
3(a)(3)	F & M Merger Corporation* Kaukauna, Wisconsin CBE, Inc. Elkhorn, Wisconsin Community Bank of Elkhorn Elkhorn, Wisconsin	Fed Reg – 4/16/1999 Newspaper – 4/12/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Decatur Corporation* Leon, Iowa Spectrum Bancorporation, Inc. Omaha, Nebraska Rushmore Financial Services, Inc. Omaha, Nebraska Rushmore Bank & Trust Company Rapid City, South Dakota F&M Bank Watertown, South Dakota	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Decatur Corporation Leon, Iowa By Esther Hamann Brabec	Fed Reg – 3/1/1999 Newspaper – 4/17/1999
CIC	Fairmount Bancorp, Inc. Fairmont, Illinois By James V. Antonacci, Richard K. McCord, Charles E. Robbins & Richard H. Levi	Fed Reg – 4/19/1999 Newspaper – N/Avail
4(c)(8)	Republic Bancorp, Inc. Ann Arbor, Michigan D&N Financial Corporation Hancock, Michigan D&N Bank Hancock, Michigan D&N Capital Corporation Hancock, Michigan D&N Mortgage Corporation Hancock, Michigan	Fed Reg – 4/26/1999 Newspaper – 4/21/1999

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Bank of Montreal Toronto, Canada To engage in investing and trading activities and buying and selling bullion and related activities through Nesbitt Burns Securities, Inc.	Fed Reg -4/19/1999
4(c)(8)	Bankmont Financial Corp. Chicago, Illinois To engage in investing and trading activities and buying and selling bullion and related activities through Nesbitt Burns Securities, Inc.	Fed Reg – 4/19/1999

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)	ABN AMRO Bank N.V. Amsterdam, The Netherlands Global Trust Organization, LLC	Fed Reg – N/Avail
4(c)(8)	ABN AMRO Holdings N.V. Amsterdam, The Netherlands Global Trust Organization, LLC	Fed Reg – N/Avail
4(c)(8)	Stichting Administratiekantoor ABN AMRO Holding Amsterdam, The Netherlands Global Trust Organization, LLC	Fed Reg – N/Avail
4(c)(8)	Stichting Prioriteit ABN AMRO Holding Amsterdam, The Netherlands Global Trust Organization, LLC	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

Section V – Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
297734	Peoples State Bank 1 Jefferson Mansfield, Illinois 61854 (217) 489-2271	9/17/1998	4/2/1999	S		x

Section VI – CRA examinations scheduled for Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Central Savings Bank, Sault Ste. Marie, Michigan, to purchase the assets and assume the liabilities of the Rudyard, Michigan and Cedarville, Michigan branches of North Country Bank & Trust, Manistique, Michigan and incident thereto establish two branches.*	05/02/1999
18(c) & Branch	Central Savings Bank, Sault Ste. Marie, Michigan to purchase the assets and assume the liabilities of two Sault St. Marie, Michigan branches, one Kinross, Michigan branch, and one Pickford, Michigan branch of The Huntington National Bank, Columbus, Ohio and incident thereto establish four branches.	05/02/1999

* Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Ideal Bancshares, Inc., West Fargo, North Dakota, for prior approval to become a bank holding company through its acquisition of 100% of the voting shares of First State Bank of Goodrich, Goodrich, North Dakota.*	Fed Reg - 04/16/1999

* Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank in Boulder, Boulder, Colorado, to establish an additional branch at 100 th and Wadsworth Boulevard, Westminster, Colorado.	Newspaper – 04/20/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Michael Stevens and Kimberly Stevens, both of Sublette, Kansas, to acquire voting shares of Santa Fe Trail Bancshares, Inc., Sublette, Kansas; and thereby indirectly acquire Centera Bank, Sublette, Kansas.	Newspaper – N/Avail Fed Reg – 04/22/1999
CIC	Cathey Grissom Bolding, Nancy Grissom Wilson, both of Oklahoma City, Oklahoma, and Robert Randal Grissom, Ardmore, Oklahoma, to acquire voting shares of Lincoln Financial Corporation, Ardmore, Oklahoma; and thereby indirectly acquire Lincoln Bank & Trust Company, Ardmore, Oklahoma.	Newspaper – N/Avail Fed Reg – 04/22/1999
CIC	Rodger L. Van Loenen, Prairie View, Kansas, to acquire voting shares of Phillips Holdings, Inc., Phillipsburg, Kansas; and thereby indirectly acquire Farmers State Bank, Phillipsburg, Kansas.	Newspaper – N/Avail Fed Reg – 04/22/1999
3(a)(3)	Central Financial Corporation, Hutchinson, Kansas, to acquire 10 percent of the voting shares of Mid-America Bancorp, Inc., Jewell, Kansas; and thereby indirectly acquire Heartland Bank, N.A., Jewell, Kansas.	Newspaper – N/Avail Fed Reg – 05/03/1999
3(a)(3)	BOK Financial Corporation, Tulsa, Oklahoma, to acquire 100 percent of the voting shares of Mid-Cities Bancshares, Inc., Hurst, Texas; and thereby indirectly acquire Mid-Cities National Bank, Hurst, Texas.	Newspaper – N/Avail Fed Reg – 04/26/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	BOK Financial Corporation, Tulsa, Oklahoma, to acquire 100 percent of the voting shares of Chaparral Bancshares, Inc., Richardson, Texas; Chaparral Bancshares of Delaware, Dover, Delaware; Van Alstyne Financial Corporation, Van Alystne, Texas; and thereby indirectly acquire Canyon Creek National Bank, Richardson, Texas, and First National Bank, Van Alystne, Texas.	Newspaper – N/Avail Fed Reg – 04/23/1999

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	SJN Banc Co., St. John, Kansas, to acquire 100 percent of the voting shares of St. John National Bank, St. John, Kansas.
4(c)(8)	Guaranty, Inc., Beloit, Kansas, to invest in a community development corporation, Beloit Development,L.P. Beloit, Kansas, and thereby indirectly engage in community development activities.

Section V – Availability of CRA public evaluations

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

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

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

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NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Phillip G. Newsom, Ennis, TX, only notificant, to acquire an interest in Palmer Bancshares, Inc., Palmer, TX	Fed Reg – 04/21/1999 Newspaper – N/Avail
3(a)(5)	Sterling Bancshares, Inc., Houston, TX, and Sterling Bancorporation, Inc., Wilmington, DE, to acquire B.O.A. Bancshares, Inc., Houston, TX, and Houston Commerce Bank, Houston, Texas*	Fed Reg – 05/03/1999 Newspaper – 04/30/1999

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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NI = Needs to improve

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, April 3, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Member	Cerritos Valley Bank, Norwalk, CA, to become a member of the Federal Reserve System. *	Newspaper – 04/25/1999

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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)	Wells Fargo & Company, San Francisco, California, together with Norwest Mortgage, Inc., and Norwest Ventures, LLC, both of Des Moines, Iowa, to engage in a joint venture through the sale of 50 percent of New England Home Loans, LLC, Hamden, Connecticut, to Beazley Mortgage, LLC, New Haven, Connecticut.	Fed Reg – 04/23/1999

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

<i>Type</i>	<i>Application</i>
Member	County Bank, Merced, California, to become a member of the Federal Reserve System.
Member	Sun Country Bank, Victorville, California, to become a member of the Federal Reserve System.
Waiver	Bank of Idaho Holding Company, Idaho Falls, Idaho, requests a waiver of any Bank Holding Company Act application requirement in connection with its proposed acquisition of Eagle Rock Savings Bank, Kennewick, Washington, and the subsequent merger of Eagle Rock Savings Bank with and into Bank of Eastern Idaho, Idaho Falls, Idaho.

Section V – Availability of CRA public evaluations

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

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SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i> <i>LrgBk SmBk</i>
777366	Bank of the Orient 233 Sansome Street San Francisco, CA 94126 (415) 338-0668	11/30/1998	04/02/1999	S	X

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 for **Quarter of**

Institution

Location

None
