
Federal Reserve Release



H.2

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

No. 25

Week Ending June 19, 1999

Testimony And Statements

Monetary policy and the economic outlook -- statement by Chairman Greenspan before the Joint Economic Committee, June 17, 1999.

- Published, June 17, 1999

Advisory Councils

Consumer Advisory Council -- request for nominations for seven new members.

- Announced, June 16, 1999

Bank Holding Companies

Ideal Bancshares, Inc., West Fargo, North Dakota -- to become a bank holding company through the acquisition of First State Bank of Goodrich, Goodrich.

- Approved, June 14, 1999

Otto Bremer Foundation, St. Paul, Minnesota, and Bremer Financial Corporation -- to acquire Dean Financial Services, Inc., St. Paul, Minnesota, and thereby acquire its subsidiary banks, First National Bank of Aitkin, Aitkin; State Bank of Edgerton, Edgerton; First State Bank of Eden Prairie, Eden Prairie; and Princeton Bank, St. Paul.

- Approved, June 16, 1999

Piraeus Bank, Athens, Greece -- to become a bank holding company through the acquisition of Marathon Banking Corporation, Astoria, New York, and its subsidiary, Marathon National Bank of New York.

- Approved, June 14, 1999

Forms

Reports of Condition for Foreign Subsidiaries of U.S. Banking Organizations (FR 2314a and b) and Financial Information for Foreign Subsidiaries of U.S. Banking Organizations (FR 2314c) -- extension without revision.

- Published, May 27, 1999 (AC)

Enforcement

Community Capital Corporation, Greenwood, South Carolina -- written agreement with the Federal Reserve Bank of Richmond, dated June 3, 1999.

- Announced, June 11, 1999 (AC)

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

St. Louis

Bank of Bentonville, Bentonville, Arkansas -- to relocate its Bella Vista branch from 31 Cunningham Corner to 70 Sugar Creek Center and to establish a branch at 2425 South Zero, Fort Smith.
- Approved, June 16, 1999

Kansas City

Bank of Jackson Hole, Jackson, Wyoming -- to establish a temporary branch at 125 West Ramshorn Street, Dubois, and a permanent branch at 800 West Ramshorn Street.
- Approved, June 14, 1999

San Francisco

Bank of Utah, Ogden, Utah -- to establish a branch at 9308 South State Street, Sandy.
- Approved, June 15, 1999

Secretary

Compass Bank, Birmingham, Alabama -- to establish a branch at 3850 Galleria Woods Drive, Hoover.
- Approved, June 18, 1999

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish the Seasons Banking Center at 7300 Dearwester Drive, Kenwood.
- Approved, June 15, 1999

San Francisco

Hacienda Bank, Santa Maria, California -- to establish a branch at 671 Tefft Street, Suite #4, Nipomo.
- Approved, June 15, 1999

Bank Branches, Domestic

Cleveland

Mid Am Bank, Bowling Green, Ohio -- to establish a branch at 838 Mill Lake Road, Fort Wayne, Indiana.
- Approved, June 18, 1999

Cleveland

North Valley Bank, Corning, Ohio -- to establish a branch at 2775 Maysville Pike, South Zanesville.
- Approved, June 16, 1999

Atlanta

Red River Bank, Alexandria, Louisiana -- to establish a branch at 3120 Highway 28 East, Pineville, Rapides Parish.
- Approved, June 16, 1999

San Francisco

Valley Bank of Arizona, Phoenix, Arizona -- to establish a branch at 104th Street and McDowell Mountain Road, Scottsdale.
- Approved, June 16, 1999

Bank Holding Companies

Atlanta

BankFirst Corporation, Knoxville, Tennessee -- to retain BankFirst Trust Company and thereby engage in trust company activities.
- Approved, June 18, 1999

Atlanta

Banking Corporation of Florida, Naples, Florida -- to become a bank holding company through the acquisition of First Florida Bank, a de novo bank.
- Approved, June 16, 1999

Kansas City

Baxter Bancshares, Inc., Baxter Springs, Kansas -- to acquire Nine Tribes Bancshares, Inc., Quapaw, Oklahoma.
- Approved, June 17, 1999

Bank Holding Companies

San Francisco

Bay View Capital Corporation, San Mateo, California -- to acquire Franchise Mortgage Acceptance Company, Los Angeles, and thereby engage in commercial finance activities.

- Approved, June 18, 1999

Chicago

Central Illinois Bancorp, Inc., Sidney, Illinois -- request for waiver of application in connection with the proposed merger with CIB Marine Bancshares, Pewaukee, Wisconsin.

- Granted, June 11, 1999 (AC)

Atlanta

Citizens Bancorp Investment, Inc., Lafayette, Tennessee -- to acquire Liberty State Bank, Liberty.

- Approved, June 17, 1999

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- request for waiver of application in connection with the proposed acquisition of Fifth Third Bank of Central Kentucky, Inc., Cynthia.

- Approved, June 17, 1999

Minneapolis

First Western Bancorp, Inc., Huron, South Dakota -- to acquire the insurance agency assets of Asheim & Associates, Pierre.

- Approved, June 3, 1999 (AC)

Cleveland

FWBI Acquisition Group, Bowling Green, Ohio, and Sky Financial Group -- to acquire First Western Bancorp, Inc., New Castle, Pennsylvania.

- Approved, June 17, 1999

Atlanta

Georgia Gold Bancorp, Inc., Dahlonega, Georgia -- to become a bank holding company by acquiring Lumpkin County Bank.

- Returned, June 16, 1999

Bank Holding Companies

Dallas

Haleco Bancshares Inc., Plainview, Texas -- to acquire La Plata Bancshares, Inc., Hereford, Texas; La Plata Delaware Bancshares, Inc., Dover, Delaware; and The First National Bank of Hereford, Hereford, a de novo bank.

- Approved, June 18, 1999

Atlanta

Heartland Bancshares, Inc., Lake Placid, Florida -- to become a bank holding company through the acquisition of Heartland National Bank, a de novo bank.

- Approved, June 18, 1999

Dallas

La Plata Bancshares, Inc., Hereford, Texas -- to become a bank holding company through the acquisition of La Plata Delaware Bancshares, Inc., Dover, Delaware, and The First National Bank of Hereford, Hereford, a de novo bank.

- Approved, June 18, 1999

Dallas

La Plata Delaware Bancshares, Inc., Dover, Delaware -- to become a bank holding company through the acquisition of The First National Bank of Hereford, Hereford, Texas, a de novo bank.

- Approved, June 18, 1999

Richmond

M&F Bancorp, Inc., Durham, North Carolina -- to become a bank holding company through the acquisition of Mechanics and Farmers Bank.

- Approved, June 17, 1999

Atlanta

PB Financial Services Corporation, Duluth, Georgia -- to become a bank holding company through the acquisition of Peachtree Bank.

- Approved, June 17, 1999

San Francisco

Scripps Financial Corporation, La Jolla, California -- to become a bank holding company as a result of a corporate reorganization involving Scripps Bank.

- Approved, June 17, 1999

Bank Holding Companies

Cleveland

Sky Financial Group, Inc., Bowling Green, Ohio -- to acquire Wood Bancorp, Inc.
- Approved, June 17, 1999

St. Louis

South Central Bancshares of Kentucky, Inc., Horse Cave, Kentucky -- to become a bank holding company through the acquisition of South Central Bank of Daviess County, Owensboro; to acquire First United Bancshares, Inc., Glasgow; and to acquire shares of United Central Bancshares, Inc., Bowling Green.
- Approved, June 17, 1999

Richmond

Union National Bancorp, Inc., Westminster, Maryland -- to acquire Barnes-Bollinger Insurance Services, Inc.
- Approved, June 16, 1999

San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Mortgage, Inc., Des Moines, Iowa; and Norwest Ventures, LLC -- to engage through a de novo joint venture, Vintage Capital, San Jose, California, in residential mortgage lending activities.
- Approved, June 17, 1999

Bank Mergers

Chicago

F&M Bank-Iowa Central, Marshalltown, Iowa -- to merge with F&M Bank-Iowa Story County, Story City, and F&M Bank-Iowa South Central, Grinnell, and establish 13 branches.
- Approved, June 14, 1999

Cleveland

Fifth Third Bank of Central Kentucky, Inc., Cynthiana, Kentucky -- to purchase the assets and assume the liabilities of two branches of Fifth Third Bank of Central Kentucky, Inc., Louisville, and establish branches.
- Approved, June 17, 1999

Bank Mergers

Cleveland

Fifth Third Bank, Kentucky, Inc., Louisville, Kentucky -- to merge with The Fifth Third Bank of Central Kentucky, Inc., Cynthiana, and establish branches.
- Approved, June 17, 1999

Kansas City

First American Bank and Trust Company, Purcell, Oklahoma -- to merge with Dewey County State Bank, Taloga, and establish an additional branch.
- Approved, June 18, 1999

Richmond

First Virginia Bank of Tidewater, Norfolk, Virginia -- to merge with First Virginia Bank-Commonwealth, Newport News.
- Approved, June 16, 1999

Chicago

Iowa State Bank, Calmar, Iowa -- to merge with Ossian State Bank, Ossian, Iowa, and establish a branch.
- Approved, June 16, 1999

Cleveland

Mid Am Bank, Bowling Green, Ohio -- to merge with First Federal Bank, FSB, and establish branches.
- Approved, June 17, 1999

Cleveland

The Citizens Banking Company, Salineville, Ohio -- to merge with First Western Bank, NA, New Castle, Pennsylvania, and establish branches.
- Approved, June 17, 1999

Banks, State Member

Chicago

Bank Iowa, National Association, Red Oak, Iowa -- to acquire the Red Oak branch of U.S. Bank, N.A., Minneapolis, Minnesota.
- Returned, June 16, 1999

Change In Bank Control

Atlanta

Alliance Bancshares, Inc., Orlando, Florida, and Alliance Bank -- change in bank control.

- Permitted, June 15, 1999

Atlanta

BOE Bancshares, Inc., Edison, Georgia -- change in bank control.

- Permitted, June 18, 1999

Chicago

Greater Chicago Financial Corp., Chicago, Illinois -- change in bank control.

- Permitted, June 16, 1999

Minneapolis

McVile Financial Services, Inc., McVile, North Dakota -- change in bank control.

- Permitted, June 16, 1999

Kansas City

Stockton Bancshares, Inc., Stockton, Kansas -- change in bank control.

- Permitted, June 15, 1999

Competitive Factors Reports

Boston

Bennington Co-Operative Savings & Loan, Inc., Bennington, Vermont -- report on competitive factors of the proposed merger with Bennington Interim Two.

- Submitted, June 15, 1999

Richmond

Carolina First Bank, Greenville, South Carolina -- report on competitive factors of the proposed merger with Carolina First Bank, Travelers Rest.

- Submitted, June 16, 1999

Chicago

Clarkston State Bank, Clarkston, Michigan -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain deposit liabilities of the Clarkston branch of The State Bank, Fenton.

- Submitted, June 16, 1999

Competitive Factors Reports

Philadelphia

Clearfield Bank & Trust Company, Clearfield, Pennsylvania -- report on competitive factors of the proposed merger with CSB Bank, Curwensville.
- Submitted, June 17, 1999

Philadelphia

County National Bank, Clearfield, Pennsylvania -- report on competitive factors of the proposed merger with First National Bank of Spangler, Spangler.
- Submitted, June 17, 1999

Chicago

Decatur Bank and Trust Company, Decatur, Indiana -- report on competitive factors of the proposed merger with the Decatur branch of First Federal Savings Bank of Marion, Marion.
- Submitted, June 16, 1999

St. Louis

First Security Bank, Batesville, Mississippi -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of Planters Bank, Tunica.
- Submitted, June 8, 1999 (AC)

Cleveland

Kentucky Bank, Paris, Kentucky -- report on competitive factors of the proposed purchase of certain assets and assumption of the liability to pay deposits of the Wilmore branch of National City Bank of Kentucky, Louisville.
- Submitted, June 11, 1999 (AC)

Philadelphia

Keystone Financial Bank, N.A., Harrisburg, Pennsylvania -- report on competitive factors of the proposed merger with Financial Trust Company, Carlisle, and Key Trust Company, Horsham.
- Submitted, June 17, 1999

Atlanta

Lumpkin County Bank, Dahlonega, Georgia -- report on competitive factors of the proposed merger with LCB Bridge Corp.
- Submitted, June 16, 1999

Competitive Factors Reports

Boston

Pemigewasset National Bank of Plymouth, Plymouth, New Hampshire -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Franklin and Tilton branches of Vermont National Bank, Brattleboro.

- Submitted, June 17, 1999

Cleveland

PNC Bank, N.A., Pittsburgh, Pennsylvania -- report on competitive factors of the proposed acquisition of certificates of deposit from PNC Bank, New England, Boston, Massachusetts.

- Submitted, June 11, 1999 (AC)

Kansas City

UMB Bank Cass County, Peculiar, Missouri -- report on competitive factors of the proposal to convert to a national bank and operate under the name of UMB Bank, N.A., Kansas City, and to merge with UMB Bank, N.A., Kansas City; UMB Bank Boonville, Boonville; UMB Bank Jefferson City, Jefferson City; UMB Bank of St. Louis, N.A., St. Louis; UMB Bank Southwest, Carthage; UMB Bank Warrensburg, Warrensburg; and UMB First State Bank of Morrisonville, Morrisonville; UMB Bank North Central, Brookfield; and UMB Bank Northeast, Monroe City.

- Submitted, June 14, 1999

Kansas City

UMB Bank, N.A., Kansas City -- report on competitive factors of the proposed merger with UMB Bank Northwest, St. Joseph, Missouri.

- Submitted, June 14, 1999

Cleveland

Union Bank of Tyler County, Inc., Middlebourne, West Virginia -- report on competitive factors of the proposed purchase of assets and assumption of the liability to pay deposits of the St. Marys, West Virginia, branch of The Huntington National Bank, Columbus, Ohio.

- Submitted, June 11, 1999 (AC)

Competitive Factors Reports

Chicago

Union Bank, Lake Odessa, Michigan -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Pewamo, Michigan, branch of Old Kent Bank, Grand Rapids.

- Submitted, June 16, 1999

Extensions Of Time

Kansas City

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

- Approved, June 15, 1999

Dallas

Farmers Bancshares, Inc., Center, Texas -- extension to July 30, 1999, to acquire Carthage Bancshares, Inc., Carthage, Texas, and First National Bank.

- Granted, June 15, 1999

Atlanta

First Capital Bank Holding Corporation, Fernandina Beach, Florida -- extension to September 26, 1999, to acquire First National Bank of Nassau County.

- Granted, June 17, 1999

New York

Lakeland Bancorp, Inc., Oak Ridge, New Jersey -- extension to August 2, 1999, to acquire High Point Financial Corporation, Branchville, New Jersey, and The National Bank of Sussex County.

- Granted, June 15, 1999

Atlanta

Marine Bancshares, Inc., Naples, Florida -- extension to September 22, 1999, to acquire Marine National Bank of Naples.

- Granted, June 14, 1999

Extensions Of Time

Kansas City

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

- Granted, June 15, 1999

Minneapolis

Owatonna Bancshares, Inc., Owatonna, Minnesota -- extension to September 16, 1999, to redeem shares.

- Granted, June 14, 1999

Membership

Richmond

Bank of the James, Lynchburg, Virginia -- membership in the Federal Reserve System.

- Approved, June 17, 1999

Cleveland

Fifth Third Bank of Central Kentucky, Inc., Cynthiana, Kentucky -- membership in the Federal Reserve System.

- Approved, June 17, 1999

Atlanta

First Florida Bank, Naples, Florida -- membership in the Federal Reserve System.

- Approved, June 16, 1999

Kansas City

The Farmers State Bank, Quinton, Oklahoma -- membership in the Federal Reserve System.

- Approved, June 15, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 19, 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>
Change in Control	The KSB Bancorp, Inc. Employee Stock Ownership Plan, Kingfield, Maine - to increase percentage of ownership of voting shares of KSB Bancorp, Inc., Kingfield, Maine	Newspaper - 6/14/1999 Fed. Reg. - 6/21/1999

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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 19, 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
18(c)	HSBC Bank USA, Buffalo, New York, to merge into Republic National Bank of New York, New York, New York (“Republic Bank”), and to establish branches, upon Republic Bank’s conversion from a national to a state-chartered bank. It will then change its name to HSBC Bank USA (“New HSBC Bank”) .*	Newspaper – N/Avail
9	New HSBC Bank USA, Buffalo, New York, to establish a branch in the location of HSBC Bank USA’s non-U.S. branch in Nassau, Bahamas .*	Newspaper – N/Avail
18(c)	Manufacturers and Traders Trust Company, Buffalo, New York, to purchase certain assets and assume certain deposit liabilities of 32 branches of The Chase Manhattan Bank, New York, New York, and incident thereto, to establish branches.*	Newspaper – 07/17/1999

* 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)	Maham Beteiligungsgesellschaft AG, Zurich, Switzerland, to acquire 25 percent of the shares of Habib American Bank, New York, New York.*	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(3)	HSBC Holdings plc, London, England, HSBC Finance Netherlands, London, England, HSBC Holding BV, Amsterdam, Netherlands, and a to-be-formed U.S. intermediate holding company (“USHoldCo”), to acquire all the voting shares of Republic New York Corporation, New York, New York (“RNYC”), and RNYC’s wholly-owned subsidiary banks, Republic National Bank of New York, New York, New York (“Republic Bank”) and Republic Bank of California, N.A., Beverly Hills, California.*	Newspaper – N/Avail Fed Reg – 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)(1)	USHoldCo, to become a bank holding company with respect to Republic Bank.*	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(5)	HSBC Americas, Inc., Buffalo, New York, to merge into RNYC, with RNYC as the surviving bank holding company that will acquire indirect control of HSBC Bank USA, Buffalo, New York.*	Newspaper – N/Avail Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Fuji Bank, Ltd., Tokyo, Japan, to acquire through its subsidiary, Heller Financial Inc., Chicago, Illinois, up to 100 percent of the capital stock of HealthCare Financial Partners, Inc., Chevy Chase, Maryland, and thereby engage in lending and related servicing activities.	Fed Reg – 07/06/1999
4(c)(8)	Westdeutsche Landesbank Girozentrale, Dusseldorf, Germany, to acquire, through its wholly-owned subsidiary, Criterion Investment Management, LLC, 100 percent of the assets of the fixed-income investment management division of Nicholas-Applegate Capital Management, Houston, Texas, and thereby engage in financial and investment advisory activities.	Fed Reg – N/Avail
4(c)(8)	HSBC Holdings plc, London, England, HSBC Finance Netherlands, London, England, HSBC Holding BV, Amsterdam, Netherlands, and a to-be-formed U.S. holding company, to acquire indirect control of the U.S. nonbanking subsidiaries of Republic New York Corporation, New York, New York, namely: (i) Republic Bank Delaware National Association, Wilmington, Delaware, (ii) Republic New York Securities Corporation, New York, New York, and (iii) Republic Business Credit Corporation, New York, New York, and thereby engage in certain nonbanking activities.	Fed Reg – N/Avail
4(c)(8)	National Westminster Bank Plc, London, England, to engage <i>de novo</i> in underwriting and dealing to a limited extent in all types of debt securities through its subsidiary, Greenwich Capital Markets, Inc., Greenwich, Connecticut.	Fed Reg – N/Avail
4(c)(8)	Credit Lyonnais, Paris, France, to engage <i>de novo</i> , through its subsidiary, Credit Lyonnais/PK Airfinance, in asset management, financial and investment advisory, and data processing activities.	Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>
25	New HSBC Bank USA, Buffalo, New York, to acquire the non-U.S. investments of HSBC Bank USA.

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 to 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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 19, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Summit Bank, Bethlehem, PA, to establish a branch office at 1430 Walnut Street, Philadelphia, PA.	07/09/1999
Branch	Summit Bank, Bethlehem, PA, to establish a branch office at 473 York Road, Warminster, Bucks County, PA	07/10/1999

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>
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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<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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 19, 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

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<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, June 19, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Bridgewater Retirement Community at 210 Virginia Avenue, Bridgewater, Virginia.*	Newspaper – 06/23/1999

*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>
None	

Section V – Availability of CRA public evaluations

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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 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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 19, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 125 Wekiva Springs Road, Longwood, Florida, to be known as the Springs Plaza Office.	06/30/1999*
Branch	Pointe Bank, Boca Raton, Florida, to establish a branch located at 5112 North Ocean Boulevard, Ocean Ridge, Florida, to be known as Pointe Bank Ocean Ridge Branch.	06/19/1999*

*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>
CIC	First Haralson Corporation, Buchanan, Georgia, after-the-fact notification filed by Ms. Mary M. Covington, Mrs. Hardy McCalman, and Mr. Hardy McCalman to retain 34.22 percent of the outstanding shares of First Haralson Corporation, Buchanan, Georgia.	N/Avail
3(a)(5)	Premier Bancshares, Inc., Atlanta, Georgia, to merge with North Fulton Bancshares, Inc., Roswell, Georgia, and thereby directly acquire Milton National Bank, Roswell, Georgia.	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>
None		

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

<i>Type</i>	<i>Application</i>
COM	Gateway Bancshares, Inc., Ringgold, Georgia, commitment waiver request.

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 to 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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 19, 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	Iowa State Bank, Calmar, Iowa Ossian State Bank Ossian, Iowa and to establish a branch office at 106 E. Main Street Ossian, Iowa	Newspaper – 06/02/1999
Branch	Comerica Bank, Detroit, Michigan 5111 Highland Road Waterford, Michigan	Newspaper – 07/02/1999
Branch	Farmers Savings Bank, Kalona, Iowa 402 B Avenue Kalona, Iowa	Newspaper – 06/25/1999
Reg K	Bank One International Corporation, Dallas, Texas to establish an Edge corporation at 1119 Houston Street Laredo, Texas	Newspaper – 06/29/1999

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)(5)	Old Kent Financial Corporation*Grand Rapids, Michigan Pinnacle Banc Group, Inc. Oak Brook, Illinois Pinnacle Bank Cicero, Illinois Pinnacle Bank of the Quad Cities Silvis, Illinois	Fed Reg – 07/15/1999 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)(5)	<p>Firststar Corporation* Milwaukee, Wisconsin Mercantile Bancorporation, Inc. St. Louis, Missouri Ameribanc, Inc. St. Louis, Missouri Mercantile Bank Midwest Des Moines, Iowa Mercantile Bank National Association St. Louis, Missouri Mercantile Bank Overland Park, Kansas Mercantile Bank of Trenton Trenton, Missouri Mercantile Bank Paducah, Kentucky Mercantile Bank of Illinois Springfield, Illinois Mercantile Bank of Arkansas National Association North Little Rock, Arkansas</p>	<p>Fed Reg – 07/12/1999 Newspaper – N/Avail</p>
3(a)(5)	<p>Firststar Corporation* Milwaukee, Wisconsin to exercise an option to acquire 19.9% of Mercantile Bancorporation, Inc. St. Louis, Missouri Ameribanc, Inc. St. Louis, Missouri Mercantile Bank Midwest Des Moines, Iowa Mercantile Bank National Association St. Louis, Missouri Mercantile Bank Overland Park, Kansas Mercantile Bank of Trenton Trenton, Missouri Mercantile Bank Paducah, Kentucky Mercantile Bank of Illinois Springfield, Illinois Mercantile Bank of Arkansas National Association North Little Rock, Arkansas</p>	<p>Fed Reg – 07/12/1999 Newspaper – N/Avail</p>
3(a)(5)	<p>Mercantile Bancorporation, Inc.*, St. Louis, Missouri to exercise an option to acquire 9.9% of Firststar Corporation, Milwaukee, Wisconsin Firststar Bank Milwaukee, National Association Milwaukee, Wisconsin</p>	<p>Fed Reg – 07/12/1999 Newspaper – N/Avail</p>

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
(cont'd)	Firststar Bank USA, National Association Waukegan, Illinois Firststar Metro Bank & Trust Company Phoenix, Arizona Firststar Bank Burlington, National Association Burlington, Iowa Firststar Bank, National Association Cincinnati, Ohio Firststar Bank Wisconsin Madison, Wisconsin Firststar Bank of Minnesota, National Association Saint Paul, Minnesota Firststar Bank Wausau, National Association Wausau, Wisconsin	
3(a)(3)	Pilot Grove Savings Bank Employee Stock Ownership Plan* Pilot Grove, Iowa Pilot Grove Bancorp, Inc. Pilot Grove, Iowa	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Old Kent Financial Corporation, Grand Rapids, Michigan Dovenmuehle Mortgage Company, L.P. Schaumburg, Illinois	Fed Reg – 07/15/1999
4(c)(8)	Firststar Corporation, Milwaukee, Wisconsin FFG Trust, Inc. Springfield, Illinois	Fed Reg – 07/12/1999
4(c)(8)	Firststar Corporation, Milwaukee, Wisconsin D.D. Development of Sterling Sterling, Illinois	Fed Reg – 07/12/1999
4(c)(8)	Firststar Corporation Milwaukee, Wisconsin Mercantile Consumer Loan Company Rock Island, Illinois	Fed Reg – 07/12/1999
4(c)(8)	Firststar Corporation Milwaukee, Wisconsin Mercantile Trust Company National Association St. Louis, Missouri	Fed Reg – 07/12/1999

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>
755346	Liberty Bank 815 N. Water Street Milwaukee, Wisconsin 53202 (414) 223-8400	02/01/1999	06/15/1999	S		X
676245	Security Savings Bank 201 W. Broadway Eagle Grove, Iowa 50533-0347 (515) 448-5111	03/01/1999	06/14/1999	S		X
1917301	Lake Forest Bank & Trust Co. 727 N. Bank Lane Lake Forest, Illinois 60045 (847) 234-2882	12/21/1998	06/16/1999	S		X
937843	The Blissfield State Bank 204 E. Jefferson Blissfield, Michigan 49228-0040 (517) 486-2151	03/02/1999	06/18/1999	S		X

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

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, June 19, 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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<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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 19, 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>
4(c)(8)LLE	Farmers State Corporation, Mankato, Minnesota, to engage in general insurance agency activities in a community with a population not exceeding 5,000 through the acquisition of certain insurance agency business of MIS Agencies, Inc.	Fed Reg - 7/06/1999

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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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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 19, 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	WestStar Bank, Vail, Colorado, to merge with Western Colorado Bank, Montrose, Colorado, and Bank of Telluride, Telluride, Colorado; and incident thereto, establish additional branches.	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>
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>	
Member	Bank of Bennington, Bennington, Nebraska, for membership in the Federal Reserve System.	

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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<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>
287155	First Bank of Haskell Haskell, Oklahoma	04/05/1999	06/16/1999	S		X

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, June 19, 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>
3(a)(1)	La Plata Bancshares, Inc., Hereford, TX, to acquire La Plata Delaware Bancshares, Inc., Dover, DE, and The First National Bank of Hereford, Hereford, TX (de novo)*	Fed Reg – 07/12/1999 Newspaper – N/Avail
3(a)(1)	La Plata Delaware Bancshares, Inc., Dover, DE, to acquire The First National Bank of Hereford, Hereford, TX (de novo)*	Fed Reg – 07/12/1999 Newspaper – N/Avail
3(a)(3)	Haleco Bancshares, Inc., Plainview, TX, to acquire La Plata Bancshares, Inc., Hereford, TX, and La Plata Delaware Bancshares, Inc., Dover, DE, and The First National Bank of Hereford, Hereford, TX (de novo)*	Fed Reg – 07/12/1999 Newspaper – 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>
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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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 19, 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>
4(c)(8)	Dai-Ichi Kangyo Bank, Limited, Tokyo, Japan, to indirectly acquire Yasuda Bank and Trust Company (USA), New York, New York.*	N/Avail

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>
Dividend Request	Bank of Lake County, Lakeport, California, to pay a dividend of \$2 million to its parent, WestAmerica Bancorporation, San Rafael, California, pursuant to section 208.5 of Regulation H.

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

<i>Type</i>	<i>Application</i>
Dividend Request	Western Security Bank, Scottsdale, Arizona, to pay a dividend of \$2.3 million pursuant to 208.19 of Regulation H.
Membership	Placer Savings Bank, Auburn, California, to become a member of the Federal Reserve upon conversion to a commercial bank charter.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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