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**Federal Reserve Release**

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**H.2**

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

**No. 28**

***Week Ending July 12, 1997***

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***Board of Governors of the Federal Reserve System, Washington, DC 20551***

**ACTIONS TAKEN BY THE BOARD OF GOVERNORS**

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**REGULATIONS AND POLICIES**

Regulation B -- request for comment on proposed amendments to the model forms to conform to recent amendments to the Fair Credit Reporting Act (Docket R-0978).

- Approved, July 7, 1997

Truth in Lending Act and the Real Estate Settlement Procedures Act -- joint public forum with the Department of Housing and Urban Development concerning the streamlining of TILA and RESPA, to be held on July 30, 1997, from 8:15 a.m. until 4:30 p.m. in Dining Room E on the Terrace level of the Federal Reserve Board's Martin Building, located on C Street Northwest between 20th and 21st Streets, Washington, D.C.

- Announced, July 8, 1997

**ENFORCEMENT**

Postipankki Ltd., Helsinki, Finland, a foreign bank and its New York branch -- order of assessment of a civil money penalty.

- Announced, July 11, 1997

H.2

July 6, 1997 to July 12, 1997

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

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

**BANK BRANCHES, DOMESTIC**

Secretary

Bank of Utah, Ogden, Utah -- to establish a branch at 717 West 1981 North, Layton, Utah.

- Approved, July 10, 1997

Secretary

Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 1900 Republic Road, Virginia Beach, Virginia.

- Approved, July 10, 1997

Richmond

F&M Bank-Allegiance, Inc., Bethesda, Maryland -- to establish a branch at 9401 Key West Avenue, Rockville, Maryland.

- Approved, July 11, 1997

Minneapolis

Peninsula Bank, Ishpeming, Michigan -- to establish a branch in Negaunee, Michigan.

- Approved, July 8, 1997

Philadelphia

Pennsylvania State Bank, Camp Hill, Pennsylvania -- to establish a branch at One North Hanover Street, Borough of Carlisle, Cumberland County, Pennsylvania.

- Approved, July 9, 1997

**BANK HOLDING COMPANIES**

Kansas City

Binger Agency, Inc., Binger, Oklahoma -- to merge with Midstate Bancorp, Inc., Hinton, Oklahoma.

- Approved, July 7, 1997

St. Louis

Central Banccompany, Inc., Jefferson City, Missouri -- to acquire Farmers and Traders Bancshares, Inc., California, Missouri, and Farmers and Traders Bank.

- Approved, July 10, 1997

July 6, 1997 to July 12, 1997

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

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**Atlanta**

Century South Banks, Inc., Gainesville, Georgia -- to merge with Bank Corporation of Georgia, Macon, Georgia, and acquire First South Bank, N.A., and AmeriBank, N.A., Savannah, Georgia.  
- Approved, July 11, 1997

**St. Louis**

City Bancorp, Springfield, Missouri -- to acquire shares of The Bank, a proposed de novo bank.  
- Approved, July 9, 1997

**Atlanta**

Commercial Bancshares of Ozark, Ozark, Alabama -- to acquire Commercial Bank of Ozark.  
- Approved, July 9, 1997

**Chicago**

CoVest Bancshares, Inc., Des Plaines, Illinois -- to acquire CoVest Banc, N.A.  
- Approved, July 10, 1997

**Chicago**

Edgar County Banc Shares, Inc., Paris, Illinois -- to acquire Kansas Banc Corporation, Kansas, Illinois, and Kansas State Bank.  
- Approved, July 9, 1997

**Chicago**

F & M Bancorporation, Inc., Kaukauna, Wisconsin, and F & M Merger Corporation -- to acquire Clear Lake Bancorp, Inc., Clear Lake, Wisconsin, and Landmark Bank.  
- Approved, July 10, 1997

**Philadelphia**

Fulton Financial Corp., Lancaster, Pennsylvania -- to acquire The Peoples Bank of Elkton, Elkton, Maryland.  
- Approved, July 7, 1997

**Kansas City**

Gold Banc Corporation, Inc., Leawood, Kansas -- to acquire Peoples Bancshares, Inc., Clay Center, Kansas.  
- Approved, July 7, 1997

July 6, 1997 to July 12, 1997

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

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**Kansas City**

Hohl Financial, Inc., Wahoo, Nebraska -- to acquire Wahoo State Bank  
- Approved, July 10, 1997

**St. Louis**

Midwest Bancorporation, Inc., Poplar Bluff, Missouri -- to acquire Midwest Bancshares, Inc., and for Midwest Bancshares and Affiliates Employee Stock Ownership Plan to acquire shares of Midwest Bancorporation, and for the Norma McLane-Smith Family Limited Partnership to exchange shares of Midwest Bancshares for shares of Midwest Bancorporation.  
- Approved, July 9, 1997

**Dallas**

New Woodson Bancshares, Inc., Graham, Texas -- to acquire Woodson Bancshares, Inc., Woodson, Texas, and First State Bancorp, Inc., Carson City, Nevada.  
- Approved, July 9, 1997

**Minneapolis**

Norwest Corporation, Minneapolis, Minnesota -- to acquire Woodhaven National Bank, Fort Worth, Texas.  
- Approved, July 9, 1997

**Minneapolis**

Norwest Corporation, Minneapolis, Minnesota -- to acquire Myers Bancshares, Inc., Dallas, Texas.  
- Approved, July 10, 1997

**BANK MERGERS**

**Secretary**

Centura Bank, Rocky Mount, North Carolina -- to purchase certain assets and assume certain liabilities of nine offices of United Carolina Bank, Whiteville, and four offices of Branch Banking and Trust Company, Winston-Salem, North Carolina.  
- Approved, July 10, 1997

July 6, 1997 to July 12, 1997

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

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**Richmond**

First Community Bank of Southwest Virginia, Inc., Tazewell, Virginia -- to acquire certain assets and assume certain liabilities of the Clintwood branch of First Virginia Bank - Mountain Empire, Damascus; the Pound branch of Premier Bank - Central, N.A., Honaker; and the Fort Chiswell branch of Premier - South, National Association, Wytheville, Virginia.  
- Approved, July 9, 1997

**BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS**

**San Francisco**

Maxis, Inc., Walnut Creek, California -- deregistration under Regulation G.  
- Approved, July 11, 1997

**CHANGE IN BANK CONTROL**

**Atlanta**

BancIndependent Inc., Sheffield, Alabama -- change in bank control.  
- Permitted, July 7, 1997

**Atlanta**

Habersham Bancorp, Cornella, Georgia -- change in bank control.  
- Permitted, July 11, 1997

**St. Louis**

Nashoba Bancshares, Inc., Memphis, Tennessee -- change in bank control.  
- Permitted, July 9, 1997

**Kansas City**

Northeastern Wyoming Bank Corporation, Newcastle, Wyoming -- change in bank control.  
- Permitted, July 7, 1997

**Richmond**

United Financial Banking Companies, Inc., Vienna, Virginia -- change in bank control.  
- Permitted, July 11, 1997

July 6, 1997 to July 12, 1997

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

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**COMPETITIVE FACTORS REPORTS**

**St. Louis**

Allegiant Bank, St. Louis, Missouri, proposed purchase of certain assets and assumption of certain liabilities of the Union and Warrenton branches of Roosevelt Bank, FSB, Chesterfield, Missouri -- report on competitive factors.  
- Submitted, July 11, 1997

**Dallas**

Bryan-College Station Financial Holding Company, Bryan, Texas, proposed merger with First Federal Savings Bank -- report on competitive factors.  
- Submitted, July 8, 1997

**Richmond**

Capital One, F.S.B., Falls Church, Virginia, proposed merger with JCPenny National Bank, Harrington, Delaware -- report on competitive factors.  
- Submitted, July 11, 1997

**Atlanta**

Citizens Bank of Tifton, Tifton, Georgia, proposed merger with The Bank of Ocilla, Ocilla, Georgia -- report on competitive factors.  
- Submitted, July 9, 1997

**Atlanta**

Cornerstone Community Bank, Chattanooga, Tennessee, proposed merger with The Bank of East Ridge, East Ridge, Tennessee -- report on competitive factors.  
- Submitted, July 9, 1997

**San Francisco**

Fidelity Federal Bank, A Federal Savings Bank, Glendale, California, proposed acquisition of the assets and assumption of the liabilities of the Wilshire Boulevard branch of Coast Federal Bank, Federal Savings Bank, Los Angeles, California -- report on competitive factors.  
- Submitted, July 11, 1997

**Kansas City**

First National Bank and Trust Company of Syracuse, Syracuse, Nebraska, proposed acquisition of the assets and assumption of the liabilities of the Syracuse branch of American National Bank, Nebraska City, Nebraska -- report on competitive factors.  
- Submitted, July 8, 1997

July 6, 1997 to July 12, 1997

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

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**Philadelphia**

Harleysville National Bank and Trust Company, Harleysville, Pennsylvania, proposed acquisition of the assets and assumption of the liabilities of one branch of Blue Ball National Bank, Blue Ball, Pennsylvania -- report on competitive factors.  
- Submitted, July 9, 1997

**St. Louis**

Mercantile Bank of Illinois, proposed merger with Mark Twain Illinois Bank, Belleville, Illinois -- report on competitive factors.  
- Submitted, July 9, 1997

**Chicago**

North Shore Bank, F.S.B., Brookfield, Illinois, proposed purchase of the assets and assumption of the liabilities of the Algoma, Wisconsin, branch of Security Bank, S.S.B., Milwaukee, Wisconsin -- report on competitive factors.  
- Submitted, July 11, 1997

**Chicago**

Pacesetter Bank of Hartford City, Hartford City, Indiana, proposed merger with Pacesetter Bank of Montpelier, Montpelier, Indiana -- report on competitive factors.  
- Submitted, July 11, 1997

**Chicago**

Parkway Bank and Trust Company, Harwood Heights, Illinois, proposed merger with Jefferson State Bank, Chicago, Illinois -- report on competitive factors.  
- Submitted, July 11, 1997

**Atlanta**

SouthFirst Bancshares, Inc., Sylacauga, Alabama, proposed acquisition of the assets and assumption of the liabilities of First Federal Savings and Loan Association of Chilton County, Clanton, Alabama, by merging with First Federal of the South, Sylacauga, Alabama -- report on competitive factors.  
- Submitted, July 9, 1997

**Boston**

Weymouth Savings Bank, Weymouth, Massachusetts, proposed merger with South Weymouth Savings Bank, South Weymouth, Massachusetts -- report on competitive factors.  
- Submitted, July 10, 1997



July 6, 1997 to July 12, 1997

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

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**San Francisco**

Zions First National Bank, Salt Lake City, Utah, proposed merger with Tri-State Bank, Montpelier, Idaho -- report on competitive factors.  
- Submitted, July 10, 1997

**EXTENSIONS OF TIME**

**San Francisco**

AMB Financial Services Corporation, Bainbridge Island, Washington -- extension to October 9, 1997, to become a bank holding company following the corporate reorganization of American Marine Bank.  
- Granted, July 10, 1997

**Chicago**

Cole Taylor Bank, Chicago, Illinois -- extension to September 27, 1998, to establish a branch at the Southwest corner of Skokie Boulevard and Golf Road, Skokie, Illinois.  
- Approved, July 11, 1997

**San Francisco**

Frontier Financial Corporation, Everett, Washington -- extension to October 11, 1997, to acquire 9.9 percent of the shares of Washington Banking Company, Oak Harbor, Washington.  
- Approved, July 9, 1997

**INTERNATIONAL OPERATIONS**

**Director, BS&R**

Chase Manhattan Overseas Banking Corporation and Chase Bank International -- to relocate their head offices to New York, New York.  
- Approved, July 10, 1997

**MEMBERSHIP**

**Kansas City**

Citizens Bank of Tulsa, Tulsa, Oklahoma -- to become a member of the Federal Reserve System.  
- Approved, July 8, 1997

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

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**CHANGE IN BANK CONTROL**

## San Francisco

CCB Financial Corporation, Sandy, Oregon -- change in bank control.  
- Permitted, July 1, 1997

**COMPETITIVE FACTORS REPORTS**

## Atlanta

Barnett Bank of Southeast Georgia, Brunswick, Georgia, proposed merger with Barnett Bank, N.A., Jacksonville, Florida -- report on competitive factors.  
- Submitted, June 25, 1997

## Atlanta

Barnett Bank, N.A., Jacksonville, Florida, proposed purchase of the assets and assumption of the liabilities of three branches of Barnett Bank of Southeast Georgia, Columbus, Georgia -- report on competitive factors.  
- Submitted, June 25, 1997

## Atlanta

Iberia Savings Bank, New Iberia, Louisiana, proposed merger with Jefferson Bank, Gretna, Louisiana -- report on competitive factors.  
- Submitted, June 25, 1997

## San Francisco

Pacific Business Bank, Carson, California, proposed merger with San Gabriel Valley Bank -- report on competitive factors.  
- Submitted, July 3, 1997

## Atlanta

Regions Bank, Birmingham, Alabama, proposed merger with Regions Bank of Georgia, Columbus, Georgia -- report on competitive factors.  
- Submitted, June 25, 1997

## Atlanta

Regions Bank, Birmingham, Alabama, proposed merger with Regions Bank of Tennessee, Nashville, Tennessee -- report on competitive factors.  
- Submitted, June 25, 1997

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO  
NEWSPAPER NOTICE ONLY

Application

Comment Period Ending Date

NONE

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

Application

Comment Period Ending Date

NONE

SECTION III - APPLICATIONS SUBJECT TO  
FEDERAL REGISTER NOTICE ONLY

Application

Comment Period Ending Date

NONE

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

Application

NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution

Examination Date

Rating\*\*

NONE

SECTION VI - APPLICATIONS BULLETIN

- Effective April 21, 1997, information regarding the comment periods associated with applications and notices submitted to the Federal Reserve Bank of Boston for processing under section 3 and 4(c)(8) of the Bank Holding Company Act of 1956, as amended, will be available 24 hours a day by calling the following toll-free number 1-800-896-9480.

\*Subject to CRA.

\*\*Rating Definitions: "O" - Outstanding; "S" - Satisfactory; "N" - Needs to Improve; "SN" - Substantial Noncompliance

**FEDERAL RESERVE BANK OF NEW YORK**

**Comment Period  
Ending Date**

**SECTION I**

**Applications Subject to Newspaper  
Notice Only**

The Bank of New York, New York, New York to establish full service branches at each of the following King Kullen Supermarket locations: 88 Veterans Highway, Commack, New York, and 455 Park Avenue, Lindenhurst, New York. 1/

7/28/97

**SECTION II**

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

**SECTION III**

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

None.

**SECTION IV**

**Applications Not Involving  
Public Comment**

None.

**SECTION V**

**Availability of CRA Public Evaluations**

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following group:

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

**Week Ending July 12, 1997**

**NAME OF BANK**

**RATING**

**EXAMINATION DATE**

None.

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- 1/ Subject to provisions of Community Reinvestment Act.
  - 2/ Later of dates specified in newspaper and Federal Register notices.
  - 3/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.
  - 4/ Date specified in Federal Register notice; a later date may be specified in the newspaper notice.
- N/A - Not Available

**FEDERAL RESERVE BANK OF PHILADELPHIA**

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**SECTION I - APPLICATIONS RECEIVED AND SUBJECT TO NEWSPAPER  
NOTICE ONLY**

NONE

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

First Sterling Bank, Devon, PA to merge with Prime Bank, a savings bank, Philadelphia, PA, pursuant to Section 5(d)(3) of the Bank Holding Company Act

Newspaper comment period expires: N/Avail  
Federal Register comment period expires: N/Avail

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

NONE

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

Penncore Financial Service, Newtown, PA, request for a waiver of the application requirements under Section 3(a)(2) of the Bank Holding Company Act in connection with its acquisition of Penncore Phantom Savings Bank, a phantom Pennsylvania savings bank formed for the sole purpose of facilitating the merger of its subsidiary Commonwealth State Bank, Newtown, PA, with and into Main Line Bank, Villanova, PA.

ML Bancorp, Inc., Villanova, PA, request for a waiver of the application requirements under Section 3(a)(1) of the Bank Holding Company in connection with its acquisition of Penncore Financial Services Corporation, and its Subsidiary bank, Commonwealth State Bank, both of Newtown, PA.

**FEDERAL RESERVE BANK OF PHILADELPHIA**

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**SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS**

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending July 14, 1997.

**Identification of Ratings**

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

**Outstanding record of meeting community credit needs.**

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

**Satisfactory record of meeting community credit needs.**

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

**Needs to improve record of meeting community credit needs.**

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

**Substantial noncompliance in meeting community credit needs.**

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

**Bank/Location**

**Examination Date**

**CRA Rating**

NONE

NONE

NONE

**District**  
**Federal Reserve Bank of Cleveland**  
**Applications and notifications filed during the week of 7/12/97**

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C FDIA 9 FRA	Notice by Citizens Commercial Bank & Trust Company, Celina, OH received on July 10, 1997, to acquire nine (9) branch offices of KeyBank, National Association, Cleveland, OH.	*August 2, 1997
18C FDIA 9FRA	Notice by The Provident Bank, Cincinnati, OH received on July 11, 1997, to acquire and merge with The Provident Bank of Kentucky, Cold Spring, KY.	* August 11, 1997

Footnotes

**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	

Footnotes

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4C8	Notice by KeyCorp, Cleveland, OH received on July 11, 1997, to engage in underwriting and dealing in all types of debt and equity securities on limited basis and to provide such services as are necessary incident thereto and to provide certain financial and investment advisory services, providing agency transactional services for customer investments and engaging in certain investment transactions and principal in accordance with Sections 225.28(b)(6), (7), and (8) of Regulation Y through its wholly-owned subsidiary, Key Capital Markets, Inc.	Not Yet Known #

Footnotes



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

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

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Footnotes

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

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

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

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

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

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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>NONE</i>				

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Footnotes

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper  
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
The Bank of Floyd, Floyd, Virginia, to establish a branch at 185 South Main Street, Hillsville, Virginia.*	7-28-97
First Virginia Bank-Southwest, Roanoke, Virginia, to merge with Premiers Bank-South, National Association, Wytheville, Virginia.*	8-1-97
F & M Bank-Northern Virginia, Fairfax, Virginia, to establish a branch at 3829 South George Mason Drive, Falls Church, Virginia.*	8-4-97
F & M Bank-Northern Virginia, Fairfax, Virginia, to establish a branch at 8432 Old Keene Mill Road, Springfield, Virginia.*	8-4-97

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Horizon Bancorp, Inc., Beckley, West Virginia, to acquire Beckley Bancorp, Inc., Beckley, West Virginia.*	8-1-97

Section III - Applications Subject to Federal Register Notice

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

Federal Reserve Bank of Richmond

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

Application

None.

\*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending July 11, 1997

Definition of Ratings

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

RSSD <u>Number</u>	<u>Name of Bank</u>	<u>Examination Date</u>	<u>Rating</u>
105222	Virginia Community Bank 114 Industrial Drive Louisa, Virginia 23093	4-21-97	Outstanding
722432	The Bank of Romney Route 50 Romney, West Virginia 26757	4-21-97	Outstanding
550327	Northern Neck State Bank 5839 Richmond Road Warsaw, Virginia 22572	5-5-97	Outstanding

Federal Reserve Bank of Atlanta  
Applications Bulletin for Week Ending July 11, 1997

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Colonial Bank Montgomery, Alabama To merge with First Independence Bank of Florida, Fort Myers, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	08-01-97*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
The Commercial Bancorp, Inc. Ormond Beach, Florida 1-BHC formation, Commercial Bank of Volusia County, Ormand Beach, Florida (in organization).	Not yet available*
P.C.B. Bancorp, Inc. Largo, Florida To acquire Anchor Savings Bank, F.S.B., St. Petersburg, Florida, and thereby engage in operating a savings association, pursuant to Section 225.28(b)(4)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.	08-08-97* Newspaper
Peoples Community Bancshares, Inc. Colquitt, Georgia To acquire Farmers Bank of Malone, Malone, Florida, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Not yet available*
Hibernia Corporation New Orleans, Louisiana To merge with Unicorp Bancshares-Texas, Inc., and thereby directly acquire OrangeBank, both of Orange, Texas, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Not yet available*
Tri-Parish Bancshares, Ltd. Eunice, Louisiana Change in control notice by Harold Edwin McGlasson, Karen Jane Veilon McGlasson and Vorhies & Labbe Profit Sharing Plan, to increase their ownership to 32.25 percent of the outstanding shares of Tri-Parish Bancshares, Ltd., Eunice, Louisiana.	Not yet available*

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

Federal Reserve Bank of Atlanta  
Applications Bulletin for Week Ending July 11, 1997

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Tennessee State Bancshares, Inc. Pigeon Forge, Tennessee Change in control notice by Richard Todd Proffitt to acquire an additional 57.4 percent of the outstanding shares of common stock of Tennessee State Bancshares, Inc., Pigeon Forge, Tennessee (formerly Gatlinburg, Tennessee). Total ownership will equal 57.8 percent.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

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

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

<u>Application</u>
None.

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

Federal Reserve Bank of Atlanta  
Applications Bulletin for Week Ending July 11, 1997

Section 10 - Availability of CRA Public Evaluations

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

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

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

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

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

<b><u>Bank</u></b>	<b><u>CRA Rating</u></b>	<b><u>Examination Date</u></b>
Merchants Bank 820 South Street Vicksburg, Mississippi 39180 (601) 636-3752	Outstanding	03-24-97

Federal Reserve Bank of Atlanta  
Applications Bulletin for Week Ending July 11, 1997

Recently Approved Applications

Approval Date

BancIndependent, Inc.  
Sheffield, Alabama

07 -07-97

Change in control notice by Leonard P. Mauldin, Macke B. Mauldin, E. Fennel Mauldin, Jr., Edward F. Mauldin, and Mildred P. Mauldin, to collectively acquire 49.77 percent of the outstanding shares of common stock of BancIndependent, Inc., Sheffield, Alabama.

Commercial Bancshares of Ozark, Inc.  
Ozark, Alabama

07-09-97

1-BHC formation, The Commercial Bank of Ozark, Ozark, Alabama.

Century South Banks, Inc.  
Gainesville, Georgia

07-11-97

To merge with Bank Corporation of Georgia, Macon, Georgia, and thereby directly acquire First South Bank, N.A., Macon, Georgia, and AmeriBank, N.A., Savannah, Georgia, pursuant to Section 3(a)(5) of the Bank Holding Company Act.

Habersham Bancorp  
Cornelia, Georgia

07-11-97

Change in control notice by Thomas A. Arrendale, III, Cynthia A. Bussey, and Nelle Arrendale (Arrendale Undiversified Family Limited Partnership) to collectively acquire 12.48 percent of the outstanding shares of common stock of Habersham Bancorp, Cornelia, Georgia.



Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper  
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch	1st Source Bank South Bend, Indiana 973 South Centerville Road Sturgis, Michigan	NP - 7-7-97
Branch	First American Bank Carpentersville, Illinois 33 West Monroe Street Chicago, Illinois	NP - 7-11-97
Merger & Branch	UnionBank Streator, Illinois UnionBank/Sandwich Sandwich, Illinois and to establish a branch at Route 34 and Center Street Plano, Illinois	NP - 7-25-97
Merger & Branch	Tiskilwa State Bank Tiskilwa, Illinois Tampico National Bank Tampico, Illinois First National Bank of Manlius Manlius, Illinois and to establish branches at 601 S. Main Street Princeton, Illinois 1839 N. Main Street Princeton, Illinois	NP - 7-25-97

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	Omni Bank Macomb, Illinois Farmers State Bank of Ferris Ferris, Illinois and to establish a branch at Main Street, Ferris, Illinois	NP - 7-25-97

NP - Newspaper

FR - Federal Register

\* - Subject to Provisions of Community Reinvestment Act

\*\* - Not available at this time

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(1)	Covest Bancshares, Inc.* Des Plaines, Illinois Covest Banc, N.A. (formerly First Federal Bank for Savings) Des Plaines, Illinois	FR - 7-7-97 NP - 6-30-97
CoC-HC	Home Financial Bancorp Spencer, Indiana by Leon A. Greenblatt, III and Chiplease, Inc.	FR - 7-9-97 NP - 7-14-97
CoC-HC	South Holland Bancorp, Inc. South Holland, Illinois by Charles E. Waterman	FR - 7-10-97 NP - 7-11-97
3(a)(1)	Community National Bancorporation.* Waterloo, Iowa Community National Bank (in organization) Waterloo, Iowa	FR - 7-29-97 NP - 7-18-97
3(a)(3)	F&M Bancorporation* Kaukauna, Wisconsin Clear Lake Bancorp, Inc. Clear Lake, Wisconsin Landmark Bank Clear Lake, Wisconsin	FR - 7-3-97 NP - 7-7-97
3(a)(5)	F&M Merger Corporation* Kaukauna, Wisconsin Clear Lake Bancorp, Inc. Clear Lake, Wisconsin Landmark Bank Clear Lake, Wisconsin	FR - 7-3-97 NP - 7-7-97

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(3)	Bank of Elmwood Employee Stock Ownership Plan and Trust* Racine, Wisconsin Elmwood Financial Corporation Racine, Wisconsin Bank of Elmwood Racine, Wisconsin	FR - 8-4-97 NP - 7-24-97
CoC-HC	Damen Financial Corporation Schaumburg, Illinois By Jackson Boulevard Fund, Ltd.,	FR - ** NP - **
CoC-HC	First Midwest Bancorp, Inc. Itasca, Illinois By Geraldine C. Cowlin	FR - ** NP - **
3(a)(3)	First Midwest Bancorp, Inc. Itasca, Illinois SparBank, Incorporated McHenry, Illinois McHenry State Bank McHenry, Illinois	FR - 7-21-97 NP - 7-28-97
3(a)(1)	Northwest Suburban Bancorp, Inc.* Arlington Heights, Illinois Mount Prospect National Bank Mount Prospect, Illinois (in organization)	FR - 7-28-97 NP - 7-28-97
3(a)(1)	Progressive Bancorp, Inc.* Pekin, Illinois Pekin Savings Bank, S.B. Pekin, Illinois	FR - ** NP - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register  
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4(c)(8)	Caisse Nationale de Credit Agricole Paris, France Indosuez Investment Management Services, Inc. Menlo Park, California	FR - 7-25-97

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

<u>Type</u>	<u>Application</u>
NONE	

Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending July 11, 1997. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

- O - An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.
- S - An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.
- NI - An institution in this group has a needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.
- SN - An institution in this group has a substantial noncompliance record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
First American Bank 261 South Western Avenue Carpentersville, Illinois 60110-1737 (847) 426-6300 RSSD #850036	2/18/97	S

**FEDERAL RESERVE BANK OF ST. LOUIS****SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE**

<b><u>Application</u></b>	<b><u>End of Comment Period</u></b>
* Section 9 branch notification by Citizens Bank, New Haven, Missouri, to establish a branch at 2245 West Osage, Pacific, Missouri.	8-8-97

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

<b><u>Application</u></b>	<b><u>End of Comment Period</u></b>
* Section 3(a)(3) notification by Cabot Bankshares, Inc., Cabot, Arkansas, to acquire 7.7 percent of Capital Bank, Little Rock, Arkansas, a proposed <u>de novo</u> bank.	N/A
Change in control notification involving Cross County Bancshares, Inc., Wynne, Arkansas, by the Cross County Bank Employee Stock Ownership Plan, Wynne, Arkansas.	N/A

**SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE**

<b><u>Application</u></b>	<b><u>End of Comment Period</u></b>
None.	

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

<b><u>Application</u></b>	<b><u>End of Comment Period</u></b>
None.	

\* This notification is subject to CRA.







**FEDERAL RESERVE BANK OF MINNEAPOLIS**

Section I - Applications Subject to  
Newspaper Notice Only

Application

Comment Period  
Ending Date

NONE.

**FEDERAL RESERVE BANK OF MINNEAPOLIS**

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

Application

Comment Period  
Ending Date

Norwest Corporation, Minneapolis, Minnesota for prior approval to acquire 100% of the voting shares of The Bank of the Southwest, N.A., Pagosa Springs, Colorado.\*

August 4, 1997  
(Federal Register)

Marquette Bancshares, Inc., Minneapolis, Minnesota for prior approval to acquire 100% of the voting shares of the Marquette Bank Rochester, N.A., Rochester, Minnesota. \*

Not yet available

Dean Financial Services, Inc., St. Paul, Minnesota for prior approval to acquire 100% of the voting shares of the First National Corporation of Aitkin, Inc., Aitkin, Minnesota; 100% of the voting shares of Mid-Continent Financial Services, Inc., Bloomington, Minnesota; and 100% of the voting shares of the First State Bank of Eden Prairie, Eden Prairie, Minnesota. \*

Not yet available

\* Subject to CRA

**FEDERAL RESERVE BANK OF MINNEAPOLIS**

Section III - Applications Subject  
to Federal Register Notice Only

Application

Comment Period  
Ending Date

NONE.

**FEDERAL RESERVE BANK OF MINNEAPOLIS**

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

Application

NONE.

**FEDERAL RESERVE BANK OF MINNEAPOLIS**

Section V - Availability of

CRA Public Evaluations

**week ending July 11, 1997**

ASSIGNMENT OF RATING

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

**OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.**

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

**SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.**

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

**NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.**

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

**SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.**

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

<u>BANK(S) EXAMINED</u>	<u>DATE OF EXAMINATION</u>	<u>CRA RATING</u>
Welcome State Bank P.O. Box 238 Welcome, MN 56181-0238	April 1, 1997	Satisfactory

Federal Reserve Bank of Kansas City      Week ending July 11, 1997  
**SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY**

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

COMMENT PERIOD ENDING DATE

David L. Spehar, Kansas City, Kansas, for prior approval to acquire control of First Community Bancshares, Inc., Kansas City, Kansas, parent company of First Community Bank, Kansas City, Kansas.

July 25, 1997

First Fairland Bancshares, Inc., Fairland, Oklahoma, for prior approval to become a bank holding company through the acquisition of 79.9 percent of the voting shares of Fairland Holding Company, Neosho, Missouri.

August 8, 1997

Lexington B & L Financial Corp., Lexington, Missouri, for prior approval to become a bank holding company by acquiring 100 percent of the voting shares of Lafayette Bancshares, Inc., Lexington, Missouri, and thereby indirectly acquire Lafayette County Bank of Lexington/Wellington, Lexington, Missouri.

August 4, 1997

South Platte Bancorp and First National Bank of Julesburg ESOP, Julesburg, Colorado, for prior approval to increase ownership of the voting shares of South Platte Bancorp by 1.41 percent to 34.65 percent.

July 21, 1997

First National Bancshares, Inc., Great Bend, Kansas, for prior approval to acquire 20 percent of the voting shares of BankWest, Castle Rock, Colorado, a de novo bank.

July 25, 1997

Stockmens Financial Corporation, Rushville, Nebraska, for prior approval to acquire 20 percent of the voting shares of BankWest, Castle Rock, Colorado, a de novo bank.

July 25, 1997

RCB Holding Company, Claremore, Oklahoma, for prior approval to acquire 100 percent of the voting shares of Northeastern Oklahoma Bancshares, Inc., Inola, Oklahoma, and thereby indirectly acquire Bank of Inola, Inola, Oklahoma.

August 4, 1997

Commerce Bancshares, Inc., Kansas City, Missouri, and CBI-Kansas, Inc., Kansas City, Missouri, for prior approval to acquire 100 percent of the the voting shares, and then merge with CNB Bancorp, Inc., Independence, Kansas, and thereby indirectly acquire Citizens National Bank, Independence, Kansas.

August 8, 1997

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

**APPLICATION**

**COMMENT PERIOD ENDING DATE**

Citizens Bancshares Company, Chillicothe, Missouri, for prior approval to engage in a joint venture with John Birchfield and Debbie Keele, and thereby engage in the purchase and servicing of accounts receivable.

July 30, 1997

Commerce Bancshares, Inc., Kansas City, Missouri, and CBI-Kansas Inc., Kansas City, Missouri, for prior approval to acquire 100 percent, and merge with CNB Bancorp, Inc., Independence, Kansas, and thereby indirectly acquire Citizens National Bank, Independence, Kansas.

August 8, 1997

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

**APPLICATION**

None.

## SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

### **Identification of Ratings**

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

#### **Outstanding record of meeting community credit needs**

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

#### **Satisfactory record of meeting community credit needs**

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

#### **Needs to improve record of meeting community credit needs**

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

#### **Substantial noncompliance in meeting community credit needs**

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

<u>Bank/Location</u>	<u>RSSD#</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
BancFirst P.O. Box 26788 Oklahoma City, OK 73126	1386251	3-17-97	7-10-97	Satisfactory

\*Application is subject to CRA.

# District 11

## Federal Reserve Bank of Dallas

Applications and Notifications Filed During the Week of July 7, 1997

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
None.		

\* Subject to CRA.

\*\* Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
*Section 3(a)(1)	Maypearl Bancshares, Inc., Maypearl, TX, to acquire Maypearl Holdings, Inc., Wilmington, DE, and First State Bank, Maypearl, TX	**97/08/04
*Section 3(a)(1)	Maypearl Holdings, Inc., Wilmington, DE, to acquire First State Bank, Maypearl, TX	**97/08/04
*Section 3(a)(3)	Chaparral Bancshares, Inc., Richardson, TX, and Chaparral Delaware Bancshares, Inc., Dover, DE, to acquire Van Alstyne Financial Corporation, Van Alstyne, TX, and First National Bank of Van Alstyne, Van Alstyne, TX	**N/A

\* Subject to CRA.

\*\* Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

*Federal Reserve Bank of Dallas*

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

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<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
None.		

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\* Subject to CRA.

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

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<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
None.		

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**Section V - Publicly available CRA evaluations**

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

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

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

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

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
789257	Community Bank P. O. Box 737 20045 Katy Freeway Katy, TX 77492	97/04/07	97/07/07	Satisfactory
818250	Lorena State Bank P. O. Box 577 107 South Frontage Road Lorena, TX 76655	97/03/31	97/07/07	Satisfactory

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

<i>Institution</i>	<i>Location</i>
*N/A	

\* The examination schedule for the fourth quarter of 1997 will be published on August 16, 1997.

**FEDERAL RESERVE BANK OF SAN FRANCISCO**

Week ending 7/11/97

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Harris Trust Bank of Arizona, Scottsdale, Arizona, to establish a branch office at 6363 N. Scottsdale Road, Scottsdale, Arizona. *	<u>Newspaper:</u> 7/20/97
San Benito Bank, Hollister, California, to establish a branch office at 751 First Street, Gilroy, California. *	<u>Newspaper:</u> 8/01/97

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

Eggemeyer Advisory Corp., Castle Creek Capital, L.L.C., Castle Creek Capital Partners Fund-I, L.P., San Diego, California, and Western Bancorp, Laguna Niguel, California, to acquire by merger SC Bancorp, Anaheim, California. *	<u>Newspaper:</u> 7/23/97
	<u>Fed. Reg.:</u> 7/21/97

Section III - Applications Subject to Federal Register Only

None

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

None

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\* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 7/11/97

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during this week. Information about a particular institution's CRA evaluation may be obtained directly from the institution.

<u>Institution</u>	<u>Location</u>	<u>Examination Date</u>	<u>Rating*</u>
Citizens State Bank of Santa Paula	948 E. Main Street Santa Paula, CA 93061 (805) 525-4413	3/10/97	Outstanding

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\*Under the rating system an institution's CRA performance is assigned one of the following four ratings:

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

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

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

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

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

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## H.2A

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

Notices Filed as of July 11, 1997

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

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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
ABC Bancorp, Moultrie, GA	Irwin Bankcorp, Inc., Ocilla, GA and Bank of Ocilla, Ocilla, GA	3	Atlanta	July 18, 1997
Altus NBC Corporation, Inc., Oklahoma City, OK	NBC Corporation, Inc., Oklahoma City, OK, and NBC Technologies, Inc., Oklahoma City, OK providing data processing services (b)(14)	4	Kansas City	June 25, 1997
AMFED Financial, Inc., Minneapolis, MN	Norwest Bank Nevada, National Association, Las Vegas, NV	3	Minneapolis	July 14, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(1), both of Vienna, Austria CONTINUED	Creditanstalt-Bankverein, Vienna, Austria, and thereby CA Trade Finance Services, Inc., Greenwich, CT in export trade and lease finance activities (b)(1) & (2); CA Tradeco, Inc., Greenwich, CT in community development activities (b)(12); CONTINUED	4	New York	July 14, 1997
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(2), both of Vienna, Austria CONTINUED	Creditanstalt-A.W.T. Trade Finance Co., New York, NY in export trade finance activities (b)(1) & (2); Creditanstalt Corporate Finance, Inc., Greenwich, CT in corporate finance and commercial lending activities (b)(1) & (2); CONTINUED	4	New York	July 14, 1997
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(3), both of Vienna, Austria CONTINUED	Creditanstalt Equipment Leasing, Inc., Greenwich, CT in full payment lease financing (b)(3); Creditanstalt International Advisers, Inc., New York, NY in securities brokerage, private placement & riskless principal activities, CONTINUED	4	New York	July 14, 1997
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(4), both of Vienna, Austria CONTINUED	provides merger-acquisition, corporate finance & investment advice & research (b)(6) & (b)(7); Creditanstalt International Asset Management, Inc., New York, NY providing investment management & economic research (b)(6); CONTINUED	4	New York	July 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(5), both of Vienna, Austria CONTINUED	Creditanstalt Municipal Leasing Co., Limited Partnership, Greenwich, CT in full payout municipal leasing (b)(3)	4	New York	July 14, 1997
Area Bancshares Corporation(1), Owensboro, KY CONTINUED	Cardinal Bancshares, Inc., Lexington, KY, & The Vine Street Trust Company, Lexington, KY, and First & Peoples Bank, Springfield, KY, and HNB Bank National Associaton, Harlan, KY, and Jefferson Banking Company, Louisville, KY, CONTINUED	3 and 4	St. Louis	July 21, 1997
Area Bancshares Corporation(2), Owensboro, KY CONTINUED	and Alliance Bank, FSB, Somerset, KY, and operation of a federal savings bank (b)(4), and Cardinal Data Services Corporation, Lexington, KY, and data processing activities (b)(14)	3 and 4	St. Louis	July 21, 1997
Area Bancshares Corporation, Owensboro, KY CORRECTION	Mutual Service Corporation, Somerset, KY riskless principal transactions (b)(7)	4	St. Louis	July 21, 1997
Arrendale, Thomas A., III, Gainesville, GA, Bussey, Cynthia A., Atlanta, GA, and Arrendale, Nelle, Clarkesville, GA, as partners in the Arrendale Undiversified Family Limited Partnership, Baldwin, GA	Habersham Bancorp, Cornelia, GA, and Habersham Bank, Clarkesville, GA	CIBC	Atlanta	June 5, 1997
Banco Bilbao Vizcaya, S.A., Bilbao, Spain	BBV LatInvest Securities Inc., New York, NY, securities activities (b)(1), (b)(4), (b)(15), and (b)(16)	4	New York	March 4, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Bank of Elmwood Employee Stock Ownership Plan and Trust, Racine, WI	Elmwood Financial Corporation, Racine, WI, and Bank of Elmwood, Racine, WI	3	Chicago	August 4, 1997
Bank of Idaho Holding Company, Idaho Falls, ID	Bank of Eastern Idaho, Idaho Falls, ID	3	San Francisco	June 9, 1997
Bank of New York Company, Inc., New York, NY	State Street Boston Corporation, Boston, MA; State Street Bank and Trust Company, Boston, MA trust, securities and data processing activities (b)(3), (b)(4), and (b)(7)	3 and 4	New York	March 14, 1997
Bankers Trust New York Corporation(1), New York, NY CONTINUED	Alex Brown Inc., Baltimore, MD, underwriting & dealing in, to a limited extent, all types of debt & equity securities other than interests in open end investment companies; making, acquiring, brokering & servicing loans or other extensions of CONTINUED	4	New York	July 3, 1997
Bankers Trust New York Corporation(2), New York, NY CONTINUED	credit (b)(1); trust company activities (b)(5); acting as investment or financial advisor (b)(6); securities brokerage services (b)(7); buying & selling securities (b)(7); acting as agent for the private placement of securities (b)(7); CONTINUED	4	New York	July 3, 1997
Bankers Trust New York Corporation(3), New York, NY CONTINUED	underwriting & dealing in obligations of the U.S. (b)(8); providing administrative & other services to investment companies.	4	New York	July 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Banterra Corp, Eldorado, IL	1st Bancorp Vienna, Inc., Vienna, IL, First State Bank of Vienna, Vienna, IL	3	St. Louis	July 18, 1997
Biggs, Daniel Biggs; Grimes, Merlin; ED&J, Inc., c/o David Marmie; Carr, Ronald and Call, Dennis; and Southard, R. Joe, all of Great Bend, KS	First Wakeeney Agency, Inc., Wakeeney, KS, and Interstate Bank, Great Bend, KS	CIBC	Kansas City	July 3, 1997
Bryan Family Management Trust, Bryan, TX, and Bryan- Heritage Limited Partnership, Bryan, TX	Bryan-Heritage Limited Partnership, Bryan, TX, and The First National Bank of Bryan, Bryan, TX	3	Dallas	July 21, 1997
Bryan, James Hugh, Jasper, GA	JBC Bancshares, Inc., Jasper, GA, and Jasper Banking Company, Jasper, GA	CIBC	Atlanta	July 10, 1997
Cabot Bankshares, Inc., Cabot, AR	The Capital Bank, Cabot, AR	3	St. Louis	July 11, 1997
Cabot Bankshares, Inc., Cabot, AR	The Capital Bank, Little Rock, AR	3	St. Louis	August 11, 1997
Cabot Bankshares, Inc., Cabot, AR CORRECTION	The Capital Bank, Little Rock, AR	3	St. Louis	July 11, 1997
Caisse Nationale de Credit Agricole Paris, France	Credit Agricole Indosuez, Paris, France, and Indosuez Investment Management Services, Inc., Menlo Park, CA investment management and advisory services (b)(6)	4	Chicago	July 25, 1997
Central Illinois Bancorp, Sidney, IL	First Ozaukee Capital Corporation, Cedarburg, WI, and First Ozaukee Savings Bank, Cedarburg, WI	3	Chicago	June 26, 1997



<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Century Acquisition Corporation, Hurst, TX	Century Capital Financial, Inc., Kilgore, TX, and Century Capital Financial, Inc., Kilgore, TX, and City National Bank, Kilgore, TX	3	Kansas City	July 21, 1997
Century Bancorp, MHC, Bridgeton, NJ; and Century Bancorp, Inc., Bridgeton, NJ	Century Savings Bank, Bridgeton, NJ	3	Philadelphia	May 1, 1997
Century South Banks, Inc., Dahlonega, GA	Bank Corporation of Georgia, Macon, GA, and First South Banks, N.A., Macon, GA, and AmeriBank, N.A., Savannah, GA	3	Atlanta	July 18, 1997
Chaparral Bancshares, Inc., Richardson, TX, and Chaparral Delaware Bancshares, Inc., Dover, DE	Van Alstyne Financial Corporation, Van Alstyne, TX, and First National Bank of Van Alstyne, Van Alstyne, TX	3	Dallas	August 8, 1997
Citizens Bancshares Company, Chillicothe, MO	John Birchfield and Debbie Keele, the purchase and servicing of accounts receivable (b)(1)	4	Kansas City	July 30, 1997
Citizens National Corporation, Paintsville, KY	Josephine Bancshares, Inc., Prestonburg, KY, and The Bank Josephine, Prestonburg, KY	3	Cleveland	July 28, 1997
Comerzbank AG, Frankfurt am Main, Germany	CAM Acquisition, LLC, Wilmington, DE Montgomery Asset Management, L.P., Montgomery Services, LLC, all of San Francisco, CA, securities activities (b)(7)(i) and (iii); financial & investment advisory services (b)(6); administrative services	4	New York	May 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Commerce Bancshares, Inc., Kansas City, MO, and CBI-Kansas Inc., Kansas City, MO	CNB Bancorp, Inc., Independence, KS, and Citizens National Bank, Independence, KS	3	Kansas City	August 8, 1997
Commercial Bancshares, Inc., Texarkana, AR	Citizens State Bank, Hempstead, TX	3	St. Louis	July 29, 1997
Community Bancshares, Inc., Butler, MO	Citizens Bank, Appleton City, MO	3	Kansas City	July 31, 1997
Community Bancshares, Inc., Denver, CO	Upper Rio Grande Bank Corporation, Del Norte, CO, and Rio Grande County Bank, Del Norte, CO	3	Kansas City	July 28, 1997
Community National Bancorporation, Waterloo, IA	Community National Bank (in organization), Waterloo, IA	3	Chicago	July 29, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A., Rabobank Nederland, Utrecht, Netherlands; and Smith Graham & Co. Asset Managers L.P., Houston, TX	Financial advisor (b)(1) & (2)	4	New York	June 17, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(1), Rabobank Nederland, Utrecht, The Netherlands CONTINUED	Smith Graham & Co. Asset Managers L.P., Houston, TX, & SGR Global Advisers, Houston, TX, & Robeco Institutional Asset Management US, Inc., Houston, TX, & AEA Global Advisors LLC, New York, NY, & Robeco Group, N.V., Rotterdam CONTINUED	4	New York	July 10, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(2), Rabobank Nederland, Utrecht, The Netherlands CONTINUED	Smith Graham & Co. Asset Managers L.P., and SGR Global Advisors, and Robeco Institutional Asset Management US, Inc., and AEA Global Advisors, LLC, and Smith Graham & Co. Asset Managers L.P., and SGR Global Advisers, CONTINUED	4	New York	July 10, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(3), Rabobank Nederland, Utrecht, the Netherlands CONTINUED	Robeco Institutional Asset Management US, Inc., and AEA Global Advisors LLC, in investment (b)(6), as a general partner to and providing administrative services to investment partnerships, including placing interests in such partnerships, CONTINUED	4	New York	July 10, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(4), Rabobank Nederland, Utrecht, the Netherlands CONTINUED	in acting as a commodity pool operator, and in providing administrative services to open-end investment companies	4	New York	July 10, 1997
CoreStates Financial Corp., Philadelphia, PA	CoreStates Securities Corp., Philadelphia, PA, underwriting; lending (b)(1); investment advice (b)(6); and management consulting (b)(9)	4	Philadelphia	June 27, 1997
Corley, John William, (1) Monticello, IL CONTINUED	First State Bancorp of Monticello, Inc., Monticello, IL State Bank of Hammond, Hammond, IL; First State Bank of Monticello, Monticello, IL; First State Bank of Bloomington, Bloomington, IL; First State Bank of Heyworth, Heyworth, IL; CONTINUED	CIBC	Chicago	May 16, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Corley, John William, (2) Monticelli, IL CONTINUED	First State Bank of Atwood, Atwood, IL	CIBC	Chicago	May 16, 1997
Cox, Walter L., Sr., Naples, TX	Morris County Bankshares, Incorporated, Naples, TX; Morris County National Bank, Naples, TX	CIBC	Dallas	April 30, 1997
Davis Bancorporation, Inc., Davis, OK; First Centralia Bancshares, Inc., Centralia, KS; Morrill Bancshares, Inc., Sabetha, KS; and Onaga Bancshares, Inc., Overland Park, KS	Century Acquisition Corporation, Hurst, TX, and City National Bank, Kilgore, TX	3	Kansas City	July 21, 1997
Deposit Guaranty Corp., Jackson, MS	CSF Acquisition Corp., Jackson, MS; CitiSave Financial Corporation, Baton Rouge, LA; Citizens Savings Association, F.A., Baton Rouge, LA operating a savings association (b)(4)	4	Atlanta	July 3, 1997
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 1997
ECSB Holding Company, Inc., Fort Walton Beach, FL	American National Financial Corporation, Panama City, FL and First National Bank Northwest Florida, Panama City, FL	3	Atlanta	June 27, 1997
Edison Bancshares, Fort Myers, FL	Edison National Bank (in organization), Fort Myers, FL	3	Atlanta	August 1, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Eggemeyer Advisory Corp., San Diego, CA, and Castle Creek Capital, L.L.C., San Diego, CA, Castle Creek Capital Partners Fund - I, L.P., San Diego, CA, and Western Bancorp, Laguna Niguel, CA.	SC Bancorp, Anaheim, CA, and Southern California Bank, Anaheim, CA	3	San Francisco	July 21, 1997
Enterbank Holdings, Inc., Clayton, MO	City Bancorp, Springfield, MO, and THE BANK (a proposed de novo bank), Springfield, MO	3	St. Louis	July 14, 1997
Estrin Associates, L.L.C. and Estrin Family Limited Partnership, Bethesda, MD	Estrin Associates, L.L.C. & Estrin Family Limited Partnership T1, Bethesda, MD	CIBC	Richmond	July 15, 1997
F.N.B. Corporation, Hermitage, PA	Sun Bancorp, Inc., Selinsgrove, PA & Sun Bank, Selinsgrove, PA, & Pennsylvania Sun Life Insurance Company, Phoenix, AZ providing credit life & disability insurance exclusively to customers of Sun Bank, Sun Bancorp, Inc.'s bank subsidiary (b)(11)	3 and 4	Cleveland	August 7, 1997
FBA Bancorp, Inc., Chicago, IL	Interim First Bank, S.B., Chicago, IL, a de novo bank, First Bank of the Americas, SSB, Chicago, IL	3	Chicago	June 12, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Ferguson, Roy, Tulsa, OK; Leonard, Michael S., Muskogee, OK, directly and indirectly; and Jackson, Beverly Carter, Q-TIP Trust, and Leonard, Michael S., Trustee, both of Stigler, OK	Stigler Bancorporation, Inc., Stigler, OK, and First National Bank of Stigler, Stigler, OK	CIBC	Kansas City	July 2, 1997
Fifth Third Bancorp, Cincinnati, OH	Suburban Bancorporation, Inc., Cincinnati, OH, Suburban Federal Savings Bank, Cincinnati, OH	4	Cleveland	May 27, 1997
First Chicago NBD Corporation, Chicago, IL	First Chicago Capital Markets, Inc., Chicago, IL, underwriting & dealing in to a limited extent, equity securities	4	Chicago	June 30, 1997
First Eldorado Bancshares, Inc., Eldorado, IL	Dana Bancorp, Inc., Dana, IN, and First National Bank of Dana, Dana, IN	3	St. Louis	July 10, 1997
First Fairland Bancshares, Inc., Fairland, OK	Fairland Holding Company, Inc., Neosho, MO	3	Kansas City	August 1, 1997
First Marshall Bancshares, Inc., Marshall, TX, and First Marshall Delaware Bancshares, Inc., Dover, DE	First Marshall Corporation, Marshall, TX, and East Texas National Bank of Marshall, Marshall, TX	3	Dallas	July 11, 1997
First Midwest Bancorp, Inc., Itasca, IL	SparBank, Incorporated, McHenry, IL, and McHenry State Bank, McHenry, IL	3	Chicago	July 21, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
First National Bancshares of Gallatin, Inc., Gallatin, MO	Interim First National Bank of Gallatin, Gallatin, MO, First National Bank of Gallatin, Gallatin, MO	3	Kansas City	June 27, 1997
First National Bank of Julesburg and South Platte Bancorp, ESOP, Julesberg, CO	South Platte Bancorp, Julesburg, CO	3	Kansas City	July 21, 1997
First National Bank Shares, LTD., Great Bend, KS	BankWest (a de novo bank), Castle Rock, CO	3	Kansas City	July 25, 1997
First State Bancshares, Inc., Farmington, MO	Perry County Financial Corporation, Perryville, MO, and Perry County Savings Bank, FSB, Perryville, MO operating a savings association (b)(4)	4	St. Louis	August 1, 1997
Florida Bancshares, Inc., Dade City, FL	First National Bank of Pasco, Dade City, FL	3	Atlanta	April 21, 1997
Gideon Bancshares Company, Dexter, MO	First Midwest Bank of Chaffee, Chaffee, MO	3	St. Louis	June 20, 1997
Greenblatt, Leon A., III, and Chiplease, Inc., both of Chicago, IL	Home Financial Bancorp, Spencer, IN, and Owen Community Bank, S.B., Spencer, IN	CIBC	Chicago	July 9, 1997
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Harris Financial MHC, Harrisburg, PA	Harris Financial Inc., Harrisburg, PA; Harris Savings Bank, Harrisburg, PA	3	Philadelphia	March 27, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Hibernia Corporation, New Orleans, LA	Unicorp Bancshares-Texas Inc., Orange, TX, and OrangeBank, Orange, TX	3	Atlanta	August 11, 1997
Hibernia Corporation, New Orleans, LA	Executive Bancshares, Inc., Paris, TX, and First National Bank of Paris, Paris, TX, and Collin County National Bank, McKinney, TX	3	Atlanta	June 14, 1997
Huntington Bancshares Incorporated(1), Columbus, OH CONTINUED	First Michigan Bancorporation, and Superior Financial Corp., Holland, MI; FMB-Sault Bank, Saulte Ste. Marie, MI; FMB-First Michigan Bank, Zeeland, MI; FMB-First Michigan Bank, Grand Rapids, MI; FMB-Lumberman's Bank, Muskegon, MI; CONTINUED	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares Incorporated(2), Columbus, OH CONTINUED	FMB-Northwestern Bank, Boyne City, MI; FMB-State Savings Bank, Lowell, MI; FMB-Commercial Bank, Greenville, MI; FMB- Security Bank, Manistee, MI; FMB-Community Bank, Dowagiac, MI; FMB- Oceana Bank, Hart, MI; CONTINUED	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares Incorporated(3), Columbus, OH CONTINUED	FMB-Reed City Bank, Reed City, MI; FMB-Maynard Allen Bank, Portland, MI; FMB-Old State Bank, Fremont, MI; FMB-Arcadia Bank, Kalamazoo, MI; and FMB-Trust, Holland, MI trust company activities (b)(5); FMB-Brokerage Services, Inc., Holland, MI CONTINUED	3 and 4	Cleveland	July 18, 1997



<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Huntington Bancshares Incorporated(4), Columbus, OH CONTINUED	customer investments (b)(7); and First Michigan Life Insurance Co., Holland, MI insurance agency underwriting (b)(11);	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares, Inc.(A), Columbus, OH, Huntington Capital Corp., Columbus, OH CONTINUED	underwriting & dealing to a limited extent in all types of debt securities, including corporate debt, sovereign debt securities, mortgage revenue bonds, mortgage-backed and consumer-receivable securities J.P. Morgan & Co. CONTINUED	4	Cleveland	June 17, 1997
Huntington Bancshares, Inc.(B), Columbus, OH CONTINUED	The Chase Manhattan Corp., Bankers Trust New York Corp., Citicorp and Security Pacific Corp. (75. Fed. Res. Bull. 192 (1989) CONTINUED	4	Cleveland	June 17, 1997
Industrial Bank of Japan, Ltd., Tokyo, Japan	Aubrey G. Lanston & Co., Inc., New York, NY, securities activities (b)(7); data processing (b)(14); financial & investment activities (b)(6); and underwriting (b)(8)	4	New York	May 12, 1997
Intra Financial Corporation, Clyde, KS	Peoples Bancorp of Belleville, Inc., Belleville, KS, and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
J&L Holdings Limited Partnership, and Plainview Holding Company, both of Pilger, NE	American National Creighton Company, Creighton, NE	3	Kansas City	July 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Kazi, Zubair and Khatija, Studio City, CA; and Abdul-Rahman, Yahia and Magda, Pasadena, CA	Greater Pacific Bancshares, Whittier, CA; Bank of Whittier, N.A., Whittier, CA	CIBC	San Francisco	May 5, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Yahia and Magda Abdul-Rahman, Pasadena, CA	Kentucky Home Bank, Bardstown, KY	3	San Francisco	April 17, 1997
Keystone Financial, Inc., Harrisburg, PA	MMC & P, Inc., Pittsburgh, PA employee benefits consulting services (b)(9)	4	Philadelphia	July 29, 1997
Lashute, Ronald J., Opelousas, LA	American Bancorp, Inc., Opelousas, LA and American Bank & Trust Company, Opelousas, LA	CIBC	Atlanta	May 23, 1997
Leake Family Partnership, L.P., Jackson, MS	Citizens Capital Corporation, Magee, MS, and Citizens State Bank, Magee, MS	CIBC	Atlanta	July 23, 1997
Lexington B & L Financial Corp., Lexington, MO	Lafayette Bancshares, Inc., Lexington, MO, and Lafayette County Bank of Lexington/Wellington, Lexington, MO; and B & L Bank, Lexington, MO operating a savings association (b)(4)	3 and 4	Kansas City	August 4, 1997
Lloyds TSB Group PLC, and Lloyds Bank PLC, both of London, England	IAI Holdings Inc., Investment Advisers, Inc., Minneapolis, MN, trust services (b)(3); investment advisory services (b)(4); full-service brokerage (b)(15); foreign exchange execution & advisory services, and other advisory & administrative services	4	New York	March 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Marshall & Ilsey Corporation, Milwaukee, WI	Security Capital Corporation, Milwaukee, WI, Security Bank, S.S.B., Milwaukee, WI	3	Chicago	May 5, 1997
Maypearl Bancshares, Inc., Maypearl, TX, and Maypearl Holdings, Inc., Wilmington, DE	First State Bank, Maypearl, TX	3	Dallas	August 7, 1997
Middleburg Bancorp, Inc., Middleburg, KY	Lincoln Federal Savings Bank, Liberty, KY in the operation of a federal savings bank (b)(4)	4	St. Louis	July 24, 1997
Moody Bancshares, Inc., Galveston, TX, and Moody Bank Holding Company, Reno, NV	The Bank of Galveston, N.A., Galveston, TX	3	Dallas	June 30, 1997
Moyer, George H., Jr., Madison, NE, and Moyer, Jon M., Madison, NE	Madison Bancshares, Inc., Madison, NE, and The Bank of Madison, Madison, NE	CIBC	Kansas City	June 26, 1997
MSB Mutual Holding Company, and MSB Financial Corp., both of Wall Township, NJ	Manasquan Savings Bank, Wall Township, NJ	3	New York	June 27, 1997
Murfreesboro Bancorp, Inc., Murfreesboro, TN	Bank of Murfreesboro, Murfreesboro, TN	3	Atlanta	July 18, 1997
National City Bancshares, Inc., Evansville, IN	Bridgeport Bancorp, Inc., Bridgeport, IL, and First National Bank of Bridgeport, Bridgeport, IL	3	St. Louis	June 6, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Neighborhood Bancorp(1), San Diego, CA CONTINUED	Neighborhood Nat'l Bank, San Diego, CA; & Neighborhood Capital Advisors, San Diego, CA, community development (b)(12); financial & investment advisory (b)(6); Neighborhood Housing Development Corp., San Diego, CA, community development (b)(12), CONTINUED	3 and 4	San Francisco	June 23, 1997
Neighborhood Bancorp(2), San Diego, CA CONTINUED	extending loan and credit activities (b)(1) & (2), and consumer financial counseling (b)(6)	3 and 4	San Francisco	June 23, 1997
New Prague Bancshares, Inc., New Prague, MN	Community Security Bank, New Prague, MN, a de novo bank	3	Minneapolis	July 7, 1997
Northway Financial, Inc., Berlin, NH	The Berlin City Bank, Berlin, NH, and Pemi Bancorp, Inc., Plymouth, NH, and Pemigewasset National Bank of Plymouth, Plymouth, NH	3	Boston	July 17, 1997
Northwest Suburban Bancorp., Inc. (in formation), Arlington Heights, IL	Mount Prospect National Bank (in organization), Mount Prospect, IL	3	Chicago	July 28, 1997
Norwest Corporation, Minneapolis, MN	The Bank of the Southwest, N.A., Pagosa Springs, CO	3	Minneapolis	August 4, 1997
NSS Bancorp, Inc., Norwalk, CT	Norwalk Savings Society, Norwalk, CT	3	New York	July 21, 1997
P.C.B. Bancorp, Inc., Largo, FL	Anchor Savings Bank, F.S.B., St. Petersburg, FL operating a savings association (b)(4)	4	Atlanta	August 8, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Patel, Susma; Patel, Suketu Madhusudan (Suku); Patel, Parimal Kantibhai (Perry); Amin, Bharat Muljibhai, London, England; and King, Dennis John Lloyd, Surrey, England; collectively, as the Patel Group	First Bankshares, Inc., Longwood, FL, and First National Bank of Central Florida, Longwood, FL	CIBC	Atlanta	June 26, 1997
Patel, Susma; Patel (Suku), Suketu Madhusudan; Patel (Perry), Parimal Kantibhai; Amin, Bharat Muljibhai, London, England; and King, Dennis John Lloyd, Surrey, England; collectively, as the Patel Group	First Bankshares, Inc., Longwood, FL, and First National Bank of Central Florida, Longwood, FL	CIBC	Atlanta	May 30, 1997
Pathfinder Bancorp, MHC, Oswego, NY	Pathfinder Bancorp, Oswego, NY, and Stock Holding Company, Oswego, NY and Oswego City Savings Bank, Oswego, NY	3	New York	August 7, 1997
PBT Bancshares, Inc., McPherson, KS	Yoder Bankshares, Inc., Yoder, KS, and Farmers State Bank, Yoder, KS	3	Kansas City	June 6, 1997
Peoples Bancorp, Inc., Marietta, OH	Gateway Bancorp, Inc., Catlettsburg, KY, and Catlettsburg Federal Savings Bank, Catlettsburg, KY operating a savings association (b)(4)(ii)	4	Cleveland	August 1, 1997
Peoples Bank Employee Stock Ownership Trust, Marion, KY	Peoples-Marion Bancorp, Inc., Marion, KY	3	St. Louis	June 12, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	July 14, 1997
Peoples-Marion Bancorp, Inc., Marion, KY	The Peoples Bank, Marion, KY	3	St. Louis	June 12, 1997
PHS Bancorp, M.H.C., Beaver Falls, PA	Peoples Home Savings Bank, Beaver Falls, PA	3	Cleveland	May 1, 1997
Pioneer Bancshares, Inc., Chattanooga, TN	Pioneer Bank, F.S.B., Chattanooga, TN operating a savings association (b)(4)	4	Atlanta	July 25, 1997
Pioneer Bancshares, Inc., ESOP, Ponca City, OK	Pioneer Bancshares, Inc., Ponca City, OK, and Bank & Trust, Ponca City, OK; Bancshares of Nichols Hills, Inc., Oklahoma City, OK; and Bank of Nichols Hills, Oklahoma City, OK	3	Kansas City	July 18, 1997
Plainview Holding Company, Pilger, NE	American National Creighton Co., Creighton, NE, and American National Bank of Creighton, Creighton, NE	3	Kansas City	June 23, 1997
Porter, John D., Jr., Mount Hope, KS, and Hill, Nancy L., Burrton, KS	Mount Hope Bancshares, Inc., Mount Hope, KS, and First National Bank of Mount Hope, Mount Hope, KS	CIBC	Kansas City	July 15, 1997
Progress Bancshares, Inc., Sullivan, MO	Progress Bank of Sullivan, Sullivan, MO, a de novo bank	3	St. Louis	August 8, 1997
Provident Financial Group, Inc., & FGBI Acquisition Corp., both of Cincinnati, OH	Florida Gulfcoast Bancorp, Inc., Sarasota, FL, and Enterprise National Bank of Sarasota, Sarasota, FL	3	Cleveland	July 24, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
RCB Holding Company, Claremore, OK	Northeastern Oklahoma Bancshares, Inc., Inola, OK, and Bank of Inola, Inola, OK	3	Kansas City	July 25, 1997
Remington, Thomas J., and S. June, both of Lincoln, NE, and Remington, Ada E., McCook, Nebraska	Clatonia Bancshares, Inc., Clatonia, NE, and Farmers Bank of Clatonia, Clatonia, NE	CIBC	Kansas City	July 18, 1997
Republic Bancshares, Inc., St. Petersburg, FL	F.F.O. Financial Group, Inc., St. Cloud, FL, and First Federal Savings and Loan Association of Ocelola County, Kissimmee, FL, operating a savings association (b)(4)(ii)	4	Atlanta	May 23, 1997
Rosenberg, Clifford R., Sunset Beach, CA	Security First Bank, Fullerton, CA	CIBC	San Francisco	May 27, 1997
Royal Bank of Canada, Toronto, Canada	RBC Dominion Securities Corporation, New York, NY securities and FCM (b)(7) & (b)(8)	4	New York	July 30, 1997
Santa Barbara Bancorp, Santa Barbara, CA	Citizens State Bank of Santa Paula, Santa Paula, CA	3	San Francisco	July 25, 1997
Security Bancshares, Inc., Scott City, KS	Intra Financial Corp., and Exchange Bank of Clyde, Clyde, KS; Farmers State Bancshares of Sabetha, Inc., Sabetha, KS; Farmers State Bank, Sabetha, KS; Peoples Bancorp of Belleville, Inc., and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
Security State Corporation, Centralia, WA	Security State Bank, Centralia, WA	3	San Francisco	June 9, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Sephar, David L., Kansas City, KS	First Community Bancshares, Inc., Kansas City, KS, and First Community Bank, Kansas City, KS	CIBC	Kansas City	July 25, 1997
Southwestern Bancshares, Inc., Oklahoma City, OK	Southwestern Bank & Trust Company, Oklahoma City, OK	3	Kansas City	August 11, 1997
Sterling Bancshares, Inc., Houston, TX	First Houston Bancshares, Houston, TX, and Houston National Bank, Houston, TX	3	Dallas	July 21, 1997
Stockmens Financial Corporation, Rushville, NE	BankWest (a de novo bank), Castle Rock, CO	3	Kansas City	July 25, 1997
Swiss Bank Corporation, Basel, Switzerland	Dillon, Read Holding, Inc., New York, NY, investment advisory lending (b)(6); futures commission merchant (b)(7); brokerage activities (b)(7); underwriting	4	New York	June 27, 1997
The Bank of Mulberry Employee Stock Ownership Trust, Mulberry, AR	ACME Holding Company, Inc., Mulberry, AR, and The Bank of Mulberry, Mulberry, AR	3	St. Louis	June 23, 1997
The Union Illinois 1995 Investment Limited Partnership, Swansea, IL	Union Illinois Company, Swansea, IL, and Union Bank of Illinois, Swansea, IL, and State Bank of Jerseyville, Jerseyville, IL	3	St. Louis	July 7, 1997
TNB Bancorporation, Inc., Brenham, TX, and TNB Bancorporation of Delaware, Inc., Wilmington, DE	Texas National Bank, Brenham, TX	3	Dallas	July 29, 1997
Triangle Bancorp, Inc., Raleigh, NC	Bank of Mecklenburg, Charlotte, NC	3	Richmond	August 1, 1997



<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
United Bankshares, Inc., Charleston, WV	First Patriot Bankshares Corporation, Reston, VA, and Patriot National Bank, Reston, VA	3	Richmond	June 16, 1997
United Community Banks Inc., Blairsville, GA	First Clayton Bancshares, Inc., Clayton, GA, and First Clayton Bank and Trust Company, Clayton, GA	3	Atlanta	August 8, 1997
United Rossevelt MHC, and United Rossevelt Bancorp, both of Carteret, NJ	United Rossevelt Savings Bank, Carteret, NJ	3	New York	June 23, 1997
Valcourt, Jeffery T., Arlington, VA	United Financial Banking Companies, Inc., Vienna, VA, and The Business Bank, Vienna, VA	CIBC	Atlanta	June 5, 1997
Waterman, Charles E. Frankfort, IL	South Holland Bancorp, Inc., South Holland, IL, and South Holland Trust & Savings Bank, South Holland, IL	CIBC	Chicago	July 10, 1997
Wenig, Fred and Rayma, Lincoln, MO	Lincoln Bancshares, Inc., Lincoln, MO, and The Farmers Bank of Lincoln, Lincoln, MO	CIBC	Kansas City	July 16, 1997
Young, David E., Chattanooga, TN	East Ridge Bancshares, Inc., East Ridge, TN, and Bank of East Ridge, East Ridge, TN	CIBC	Atlanta	July 22, 1997
Zions Bancorporation, Salt Lake City, UT	Tri-State Bank, Montpelier, ID	3	San Francisco	June 6, 1997

## Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

### *Addresses for Comments*

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

#### **Federal Reserve Bank of Boston**

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02106-2204

#### **Federal Reserve Bank of New York**

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#### **Federal Reserve Bank of Philadelphia**

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PA 19105-1521

#### **Federal Reserve Bank of Cleveland**

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44101-2566

#### **Federal Reserve Bank of Richmond**

A. Linwood Gill, III, Assistant Vice President, 701 East Byrd Street, Richmond, VA 23261-4528

#### **Federal Reserve Bank of Atlanta**

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA  
30303-2713

#### **Federal Reserve Bank of Chicago**

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL  
60690-1413

#### **Federal Reserve Bank of St. Louis**

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

#### **Federal Reserve Bank of Minneapolis**

Karen L. Grandstrand, Vice President, 250 Marquette Avenue, Minneapolis, MN 55480-2171

#### **Federal Reserve Bank of Kansas City**

D. Michael Manies, Assistant Vice President, 925 Grand Avenue, Kansas City, MO 64198-0001

#### **Federal Reserve Bank of Dallas**

Genie D. Short, Vice President, 2200 North Pearl Street, Dallas, TX 75201-2272

#### **Federal Reserve Bank of San Francisco**

Pat Marshall, Manager of Analytical Support, Consumer Regulation Group, 101 Market Street, San  
Francisco, CA 94105-1579

#### **Board of Governors of the Federal Reserve System**

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

## ***Information Requests***

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### **Board of Governors of the Federal Reserve System**

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

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## H.2A

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

#### Notices Filed since the H.2A dated July 11, 1997

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

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

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Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Associated Banc-Corp(1), Green Bay, WI CONTINUED	First Financial Corporation, Stevens Point, WI, and First Financial Bank, FSB, Stevens Point, WI owning and operating a savings and loan association (b)(4); Appraisal Services, Inc., Milwaukee, WI performing appraisals of real estate & CONTINUED	4	Chicago	August 15, 1997
Associated Banc-Corp(2), Green Bay, WI CONTINUED	tangible personal property (b)(2); & First Financial Card Services Bank, N.A., Stevens Point, WI operating a credit card bank (b)(1) and (2)	4	Chicago	August 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Associated Banc-Corp, Green Bay, WI	First Financial Corporation, Stevens Point, WI, and First Financial Bank, FSB, Stevens Point, WI owning & operating a savings and loan association (b)(4)	4	Chicago	August 5, 1997
Barnett Banks, Inc., Jacksonville, FL	First of America Bank- Florida, FSB, Tampa, FL owning, controlling & operating a savings association (b)(4)	4	Atlanta	August 15, 1997
Crestar Financial Corporation, Richmond, VA	American National Bancorp, Inc., Baltimore, MD, and American National Savings Bank, F.S.B., Baltimore, MD operating a savings and loan association (b)(4)	4	Richmond	August 15, 1997
Cross County Bank Employee Stock Ownership Plan, Wynne, AR	Cross County Bancshares, Inc., Wynne, AR, and Cross County Bank, Wynne, AR	CIBC	St. Louis	August 4, 1997
Dean Financial Services, Inc., St. Paul, MN	The First National Corporation of Aitkin, Inc., & The First National Bank of Aitkin, Aitkin, MN; Mid- Continent Financial Services, Inc., Bloomington, MN, & State Bank of Edgerton, Edgerton, MN; & The First State Bank of Eden Prairie, Eden Prairie, MN	3	Minneapolis	August 15, 1997
First State Bancshares, Inc., Ida Grove, IA	First State Bank, Ida Grove, IA	3	Chicago	August 15, 1997
Hometown Independent Bancorp, Inc., Morton, IL	Morton Community Bank, Morton, IL	3	Chicago	August 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Horizon Bancorp, Inc., Beckley, WV	Beckley Bancorp, Inc., Beckley, WV, and Beckley Federal Savings Bank, Beckley, WV operating a savings and loan association (b)(4)	4	Richmond	August 14, 1997
Jackson Boulevard Fund, Ltd., Chicago, IL	Damen Financial Corporation, Schaumburg, IL, Damen National Bank, Schaumburg, IL	CIBC	Chicago	August 1, 1997
KeyCorp(1), Cleveland, OH CONTINUED	Key Capital Markets, Inc., Cleveland, OH underwriting & dealing in all types of debt and equity securities (other than ownership interests in open-end investment companies) J.P. Moran & Co., Inc., The Chase Manhattan Corp., CONTINUED	4	Cleveland	August 1, 1997
KeyCorp(2), Cleveland, OH CONTINUED	Bankers Trust New York Corp., Citicorp and Security Pacific Corp., 75 Fed. Res. Bull. 192 (1989); providing certain financial & investment advisory services providing certain agency transactional services for customer investments CONTINUED	4	Cleveland	August 1, 1997
KeyCorp(3), Cleveland, OH	& engaging in certain investment transactions & principal (b)(6), (7) & (8)	4	Cleveland	August 1, 1997
Lagomarsino, Richard A, and Robert J., both of Ventura, CA, & Wood, Catherine S., Carpinteria, CA; acting in concert	Americorp, Ventura, CA, and American Commercial Bank, Ventura, CA	CIBC	San Francisco	August 6, 1997
Maries County Bancorp, Inc., Vienna, MO	Progress Bancshares, Inc., Sullivan, MO, and Progress Bank of Sullivan, Sullivan, MO, a de novo bank	3	St. Louis	August 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Marquette Bancshares, Inc., Minneapolis, MN	Marquette Bank Rochester, N.A., Rochester, MN	3	Minneapolis	August 11, 1997
McGlasson, Harold Edwin, McGlasson, Karen Jane Veilon, and Voorhies & Labbe Profit Sharing Plan, all of Lafayette, LA	Tri-Parish Bancshares, Ltd., Eunice, LA, and Tri-Parish Bank, Eunice, LA	CIBC	Atlanta	August 1, 1997
NationsBank Corporation(1), Charlotte, NC CONTINUED	Montgomery Securities, Inc., & The Pyramid Company, San Francisco, CA underwriting & dealing in, to a limited extent, all types of debt & equity securities other than interests in open end investment companies CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(2), Charlotte, NC CONTINUED	(See J.P. Morgan & Co., Inc., The Chase Manhattan Corp., Bankers Trust New York Corp., Citicorp, & Security Pacific Corp., 75 Fed. Res. Bull. 192 (1989)); in underwriting & dealing in obligations of the United States, general CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(3), Charlotte, NC CONTINUED	of states and their political subdivisions, and other obligations that state member banks of the Federal Reserve System may be authorized to underwrite and deal in under 12 U.S.C. 24 & 335 (b)(8); in acting as investment or CONTINUED	4	Richmond	August 6, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
NationsBank Corporation(4), Charlotte, NC CONTINUED	financial advisor (b)(6); in providing securities brokerage services (including securities clearing & securities execution services on an exchange), alone & in combination with investment advisory services & incidental activities CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(5), Charlotte, NC CONTINUED	(including related securities credit activities & custodial services) (b)(7); in buying & selling in the secondary market all types of securities on the order of customers as a riskless principal to CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(6), Charlotte, NC CONTINUED	the extent of engaging in a transaction in which the company, after receiving an order to buy (or sell) a security from a customer, purchases (or sells) the security for its own account to offset a contemporaneous sale to (or purchase CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(7), Charlotte, NC CONTINUED	from) the customer (b)(7); in acting as agent for the private placement of securities (b)(7)	4	Richmond	August 6, 1997
NSB Holding Corp., Staten Island, NY	Check Depot, Staten Island, NY in check cashing, See Midland Bank T1, PLC, 76 Fed. Res. Bull. 869 (1990)	4	New York	August 6, 1997
O.A.K. Financial Corporation, Byron Center, MI	Caledonia Financial Corporation, Caledonia, MI, & State Bank of Caledonia, Caledonia, MI	3	Chicago	August 15, 1997



Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Otto Bremer Foundation, St. Paul, MN	Bremer Financial Corporation, St. Paul, MN, The Halo Bancorporation, Inc., Devils Lake, ND, & First National Bank of Devils Lake, Devils Lake, ND	3	Minneapolis	August 15, 1997
People's Community Capital Corporation, Aiken, SC	People's Community Bank of South Carolina, Aiken, SC	3	Richmond	August 14, 1997
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	August 11, 1997
Planters & Merchants Bancshares, Inc., Hearne, TX, & Planters & Merchants Bancshares of Delaware, Inc., Wilmington, DE	Homestead Bank, S.S.B., College Station, TX	3	Dallas	August 14, 1997
Proffitt, Richard Todd, Pigeon Forge, TN	Tennessee State Bancshares, Inc., Pigeon Forge, TN (formerly Gatlinburg, TN), and Tennessee State Bank, Gatlinburg, TN	CIBC	Atlanta	August 5, 1997
Progressive Bancorp, Inc., Pekin, IL	Pekin Savings Bank, S.B., Pekin, IL	3	Chicago	August 15, 1997
Spehar, David L. & Nancy A., Kansas City, KS	First Community Bancshares, Inc., Kansas City, KS, and First Community Bank, Kansas City, KS	CIBC	Kansas City	August 5, 1997
St. Yves, Robert W., Prineville, OR	Prineville Bancorporation, Prineville, OR and Community First Bank, Prineville OR (formerly the Prineville Bank)	CIBC	San Francisco	August 5, 1997

## ***Information Requests***

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Jonathan Fine (TEL: 617-973-3339; FAX: 617-973-3219)

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<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
Otto Bremer Foundation, St. Paul, MN	Bremer Financial Corporation, St. Paul, MN, The Halo Bancorporation, Inc., Devils Lake, ND, & First National Bank of Devils Lake, Devils Lake, ND	3	Minneapolis	August 15, 1997
People's Community Capital Corporation, Aiken, SC	People's Community Bank of South Carolina, Aiken, SC	3	Richmond	August 14, 1997
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	August 11, 1997
Planters & Merchants Bancshares, Inc., Hearne, TX, & Planters & Merchants Bancshares of Delaware, Inc., Wilmington, DE	Homestead Bank, S.S.B., College Station, TX	3	Dallas	August 14, 1997
Proffitt, Richard Todd, Pigeon Forge, TN	Tennessee State Bancshares, Inc., Pigeon Forge, TN (formerly Gatlinburg, TN), and Tennessee State Bank, Gatlinburg, TN	CIBC	Atlanta	August 5, 1997
Progressive Bancorp, Inc., Pekin, IL	Pekin Savings Bank, S.B., Pekin, IL	3	Chicago	August 15, 1997
Spehar, David L. & Nancy A., Kansas City, KS	First Community Bancshares, Inc., Kansas City, KS, and First Community Bank, Kansas City, KS	CIBC	Kansas City	August 5, 1997
St. Yves, Robert W., Prineville, OR	Prineville Bancorporation, Prineville, OR and Community First Bank, Prineville OR (formerly the Prineville Bank)	CIBC	San Francisco	August 5, 1997

<b>Applicant or notificant</b>	<b>Acquiree or activity</b>	<b>Section of law</b>	<b>Reserve Bank</b>	<b>End of comment period</b>
The Commercial Bancorp, Inc., Ormond Beach, FL	Commercial Bank of Volusia County, Ormond Beach, FL	3	Atlanta	August 15, 1997
Union Planters Corporation(1), Memphis, TN CONTINUED	Magna Bancorp, Inc., Hattiesburg, MS, & Magnolia Federal Bank for Savings, Hattiesburg, MS indirectly acquiring a federal savings bank (b)(4); & Magna Mortgage Co., Hattiesburg, MS originating & servicing mortgage loans (b)(1) CONTINUED	4	St. Louis	August 15, 1997
Union Planters Corporation(2), Memphis, TN CONTINUED	& in providing real estate appraisal & inspection services (b)(2)	4	St. Louis	August 15, 1997
Young, Susan Aileen, Chicago, IL	C.S.B. Co., Cozad, NE, and Cozad State bank & Trust Company, Cozad, NE, and First National Bank of Chadron, Chadron, NE	CIBC	Kansas City	August 5, 1997

## **Addresses for Comments and Information Requests**

Addresses for comments differ from those for information requests.

### ***Addresses for Comments***

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

#### **Federal Reserve Bank of Boston**

Richard Walker, Community Affairs Officer, 600 Atlantic Avenue, Boston, MA  
02106-2204

#### **Federal Reserve Bank of New York**

Betsy Buttrill White, Senior Vice President, 33 Liberty Street, New York, NY 10045-0001

#### **Federal Reserve Bank of Philadelphia**

Michael E. Collins, Senior Vice President, 100 North 6th Street, Philadelphia,  
PA 19105-1521

#### **Federal Reserve Bank of Cleveland**

Jeffrey Hirsch, Banking Supervisor, 1455 East Sixth Street, Cleveland, OH  
44101-2566

#### **Federal Reserve Bank of Richmond**

A. Linwood Gill, III, Assistant Vice President, 701 East Byrd Street, Richmond, VA 23261-4528

#### **Federal Reserve Bank of Atlanta**

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA  
30303-2713

#### **Federal Reserve Bank of Chicago**

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL  
60690-1413

#### **Federal Reserve Bank of St. Louis**

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

#### **Federal Reserve Bank of Minneapolis**

Karen L. Grandstrand, Vice President, 250 Marquette Avenue, Minneapolis, MN 55480-2171

#### **Federal Reserve Bank of Kansas City**

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