
Federal Reserve Release



H.2

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

No. 35

Week Ending August 29, 1998

Bank Holding Companies

BankBoston Corporation, Boston, Massachusetts -- to acquire the operating business of the Robertson Stephens Division of BancAmerica Robertson Stephens, San Francisco, California, and engage in underwriting and dealing in, to a limited extent, certain types of debt and equity securities and certain other nonbanking activities.

- Approved, August 24, 1998

Buena Vista Bancorp, Inc., Chester, Illinois -- request for reconsideration of the Federal Reserve Bank of St. Louis's approval of the application to acquire Bank of Evansville, Evansville, Illinois.

- Denied, August 21, 1998 (AC)

Pioneer Bancshares, Inc., Chattanooga, Tennessee -- request for review of the Federal Reserve Bank of Atlanta's approval of the application to acquire Pioneer Bank, FSB.

- Denied, June 9, 1998 (AC)

Regulations And Policies

Regulation K -- joint interim rule and request for comment on a proposal to expand the examination frequency cycle for certain U.S. branches and agencies of foreign banks (Docket No. R-1012).

- Approved, April 27, 1998 (AC)

Regulations H and Y -- final rule to amend the risk-based capital standards for banks, bank holding companies, and thrift institutions (Docket No. R-0982).

- Approved, June 26, 1998 (AC)

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

Bank Branches, Domestic

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 5950 Beneva Road, Sarasota, Florida.

- Approved, August 28, 1998

Kansas City

BancFirst, Oklahoma City, Oklahoma -- to establish a branch at 1620 SW 89th Street.

- Approved, August 28, 1998

Richmond

Bank of Isle of Wight, Smithfield, Virginia -- to establish a branch at 4000 George Washington Memorial Highway, Yorktown, Virginia.

- Approved, August 28, 1998

Cleveland

Citizens Banking Company, Sandusky, Ohio -- to establish a branch at 408 East Cleveland Street, Huron, Ohio.

- Approved, August 24, 1998

New York

European American Bank, New York, New York -- to establish a branch at 455 Albany Avenue, North Amityville, New York.

- Approved, August 24, 1998

Kansas City

Heritage Bank, Lafayette, Colorado -- to establish a branch at 1715 Wazee Street, Denver, Colorado.

- Approved, August 27, 1998

San Francisco

Home Valley Bank, Cave Junction, Oregon -- to establish a branch at 110 S.W. 4th Street, Grants Pass, Oregon.

- Approved, August 28, 1998

Bank Branches, Domestic

Chicago

Libertyville Bank & Trust Company, Libertyville, Illinois -- to establish a branch at 1167 S. Milwaukee Avenue.
- Approved, August 27, 1998

Chicago

Northern Trust Company, Chicago, Illinois -- to establish a branch at 2812 W. Fullerton Avenue.
- Approved, August 28, 1998

Philadelphia

Summit Bank, Bethlehem, Pennsylvania -- to establish branches at Genuardi's Family Markets, 2850 Audubon Village Drive, Audubon, Pennsylvania, and Country Square Shopping Center, 1045 Bustleton Pike, Feasterville, Pennsylvania.
- Approved, August 28, 1998

New York

Summit Bank, Hackensack, New Jersey -- to establish branches at Pathmark Supermarket, 211 Elmora Avenue, Elizabeth, New Jersey, and 1157 Route 46, Parsippany, New Jersey.
- Approved, August 26, 1998

Bank Holding Companies

Atlanta

Alabama National Bancorporation, Birmingham, Alabama -- to merge with Community Financial Corporation, Mableton, Georgia, and acquire Georgia State Bank.
- Approved, August 27, 1998

Chicago

Capitol Bancorp Ltd., Lansing, Michigan -- to acquire shares of Detroit Commerce Bank, Detroit, Michigan.
- Approved, August 28, 1998

Bank Holding Companies

Chicago

Capitol Bancorp Ltd., Lansing, Michigan, and Sun Community Bancorp Limited, Phoenix, Arizona -- to acquire shares of Mesa Bank, Mesa, Arizona.
- Approved, August 28, 1998

Kansas City

Citizens Bancshares, Inc., Edmond, Oklahoma -- to acquire Citizens Bank of Edmond.
- Approved, August 27, 1998

San Francisco

Cowlitz Bancorporation, Longview, Washington -- to acquire Pacific Business Finance Corporation, Bellevue, Washington, and engage in permissible nonbanking activities.
- Approved, August 24, 1998

Secretary

First American Corporation, Nashville, Tennessee -- to merge with Pioneer Bancshares, Inc., Chattanooga, and to acquire Pioneer Bank, Chattanooga; Valley Bank, Sweetwater; and Pioneer Bank, F.S.B., East Ridge, all in Tennessee, and engage in the operation of a savings association.
- Approved, August 27, 1998

Richmond

First Charter Corporation, Concord, North Carolina -- to acquire HFNC Financial Corp., Charlotte, North Carolina.
- Approved, August 27, 1998

Richmond

First Union Corporation, Charlotte, North Carolina -- to increase its investment in United Bancshares, Inc., Philadelphia, Pennsylvania.
- Approved, August 26, 1998

Cleveland

Killbuck Bancshares, Inc., Killbuck, Ohio -- to acquire The Commercial and Savings Bank, Danville, Ohio.
- Approved, August 27, 1998

Bank Holding Companies

Richmond

Mercantile Bankshares Corporation, Baltimore, Maryland -- waiver of application in connection with proposed merger with The Marine Bancorp, Inc., Chincoteague, Virginia.

- Granted, August 28, 1998

Minneapolis

Merchants Holding Company, Winona, Minnesota -- to acquire Primo Financial Services, Inc., Hastings, Minnesota.

- Approved, August 26, 1998

Secretary

SouthTrust Corporation, Montgomery, Alabama, and SouthTrust of Alabama, Inc. -- determination that an application is not required to acquire Georgia National Bancorp, Inc., Athens, Georgia.

- Granted, August 21, 1998 (AC)

Chicago

State Financial Services Corporation, Hales Corners, Wisconsin -- to acquire Lokken, Chesnut & Cape, La Crosse, Wisconsin, and engage in financial and investment advisory activities.

- Permitted, August 28, 1998

St. Louis

Union Planters Corporation, Memphis Tennessee -- to acquire shares of Funds Xpress, Inc., Austin, Texas, and provide data processing and data transmission services to financial institutions offering banking and financial services over the Internet.

- Permitted, August 26, 1998

Kansas City

Vail Banks, Inc., Vail, Colorado -- to acquire and merge with Telluride Bancorp, Ltd., Montrose, Colorado.

- Approved, August 27, 1998

Bank Holding Companies

Chicago

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

- Approved, August 25, 1998

Chicago

Wintrust Financial Corporation, Lake Forest, Illinois -- notice to engage in trust company activities through Wintrust Asset Management Company, National Association.

- Permitted, August 28, 1998

Bank Mergers

Cleveland

Killbuck Savings Bank, Killbuck, Ohio -- to merge with The Commercial and Savings Bank, Danville, Ohio, and establish a branch.

- Approved, August 27, 1998

Banks, Nonmember, And Miscellaneous Institutions

Director, BS&R

South Alabama Trust Company, Inc., Mobile, Alabama -- transfer agent registration.

- Approved, August 24, 1998

Banks, State Member

Cleveland

Fifth Third Bank of Southern Ohio, Hillsboro, Ohio -- to acquire four offices of Banc One, N.A., Columbus, Ohio, located in Portsmouth, Wheelersburg, and Lucasville, Ohio, and to establish branches.

- Approved, August 27, 1998

St. Louis

Lindell Bank & Trust Company, St. Louis, Missouri -- to acquire, through merger, Duchesne Bank, St. Peters, Missouri, and to retain its branches located at 5500 Mexico Road, St. Peters, and 3201 North Highway 94, St. Charles, Missouri.

- Approved, August 24, 1998

Change In Bank Control

Dallas

Catahoula Holding Company, Jonesville, Louisiana -- change in bank control.
- Permitted, August 27, 1998

Kansas City

Dinsdale Brothers, Inc., Central City, Nebraska -- change in bank control.
- Permitted, August 27, 1998

Minneapolis

F and O, Inc., Montgomery, Minnesota -- change in bank control.
- Permitted, August 27, 1998

Philadelphia

First Community Financial Corporation, Mifflintown, Pennsylvania -- change in bank control.
- Permitted, August 28, 1998

Competitive Factors Reports

Chicago

Associated Bank Illinois, National Association, Rockford, Illinois -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the 61 Illinois branches of First Financial Bank, F.S.B., Stevens Point, Wisconsin.
- Submitted, August 28, 1998

St. Louis

BancorpSouth Bank, Tupelo, Mississippi -- report on competitive factors of the proposed merger with Highland Bank, Birmingham, Alabama, and First Community Bank of the South, Fort Deposit, Alabama.
- Submitted, August 26, 1998

St. Louis

Bank of the Ozarks WCA, Ozark, Arkansas -- report on competitive factors of the proposed merger with Bank of the Ozarks, FSB, Little Rock, Arkansas, and Heritage Banc Holding, Inc.
- Submitted, August 27, 1998

Competitive Factors Reports

Minneapolis

Brainerd National Bank, Baxter, Minnesota -- report on competitive factors of the proposed merger with Nisswa State Bank, Nisswa, Minnesota.
- Submitted, August 27, 1998

Kansas City

Citizens Bank of Kansas, N.A., Kingman, Kansas -- report on competitive factors of the proposed merger with The State Bank, Pretty Prairie, Kansas.
- Submitted, August 27, 1998

Dallas

Commercial Bank, N.A., Nacogdoches, Texas -- report on competitive factors of the proposed acquisition of four branches of Surety Bank, N.A., Hurst, Texas.
- Submitted, August 26, 1998

San Francisco

Community First National Bank, Salt Lake City, Utah -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of four Utah branches of Community First National Bank, Phoenix, Arizona.
- Submitted, August 25, 1998

Secretary

First American National Bank, Nashville, Tennessee -- report on competitive factors of the proposed merger with Pioneer Bank, Chattanooga, Tennessee, and Valley Bank, Sweetwater, Tennessee.
- Submitted, August 27, 1998

St. Louis

First Central Bank, Warrensburg, Missouri -- report on competitive factors of the proposed merger with First State Bank of Higginsville/Odessa, Higginsville, Missouri.
- Submitted, August 28, 1998

Kansas City

First Federal Savings & Loan, Independence, Kansas -- report on competitive factors of the proposed merger with Neodesha Savings & Loan, FSA, Neodesha, Kansas.
- Submitted, August 27, 1998

Competitive Factors Reports

Boston

First Massachusetts Bank, National Association, Worcester, Massachusetts -- report on competitive factors of the proposed acquisition of 11 Berkshire County, Massachusetts, offices of BankBoston, National Association, Boston, Massachusetts.
- Submitted, August 26, 1998

San Francisco

First National Bank of Port Orchard, Tacoma, Washington -- report on competitive factors of the proposed merger with Pacific Northwest Bank, Seattle, Washington.
- Submitted, August 25, 1998

San Francisco

First State Bank of Southern California, Santa Fe Springs, California -- report on competitive factors of the proposed merger with Popular Merger Corp., Commerce, California.
- Submitted, August 27, 1998

Dallas

Marfa National Bank, Marfa, Texas -- report on competitive factors of the proposed merger with New Marfa Bank.
- Submitted, August 26, 1998

Secretary

Mercantile Bank of St. Louis National Association, St. Louis, Missouri -- report on competitive factors of the proposed merger with Mercantile Bank National Association, Hartford, Illinois.
- Submitted, August 27, 1998

St. Louis

Old National Bank in Evansville, Evansville, Indiana -- report on competitive factors of the proposed merger with ONB Bloomington, FSB, Bloomington, Indiana.
- Submitted, August 26, 1998

San Francisco

South Valley National Bank, Morgan Hill, California -- report on competitive factors of the proposed merger with First National Bank of Central California, Monterey, California.
- Submitted, August 26, 1998

Competitive Factors Reports

St. Louis

Union Planters Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed merger with Magna Bank, N.A., St. Louis, Missouri.
- Submitted, August 27, 1998

New York

United National Bank, Bridgewater, New Jersey -- report on competitive factors of the proposed merger with State Bank of South Orange, South Orange, New Jersey.
- Submitted, August 26, 1998

Extensions Of Time

Dallas

A.B. Bancshares of Delaware, Wilmington, Delaware -- extension to October 28, 1998, to acquire American Bank, Houston, Texas.
- Granted, August 26, 1998

Dallas

A.B. Bancshares, Inc., Houston, Texas -- extension to October 28, 1998, to acquire A.B. Bancshares of Delaware, Wilmington, Delaware, and American Bank, Houston, Texas.
- Granted, August 26, 1998

Cleveland

Banc One International Corporation, Dallas, Texas -- extension to August 24, 1999, to establish 19 branches.
- Granted, August 25, 1998

Chicago

Citizens Financial Corporation, Chicago, Illinois -- extension to November 27, 1998, to acquire Citizens Bank & Trust Company of Chicago.
- Granted, August 27, 1998

Chicago

First American Bank, Carpentersville, Illinois -- extension to August 14, 1999, to establish a branch at northeast corner of intersection of Roosevelt Road (Route 38) and Bakerhill Road, Glen Ellyn, Illinois.
- Granted, August 27, 1998

Extensions Of Time

Minneapolis

First Interstate Bank, Billings, Montana -- extension to September 8, 1999, to establish a branch in Helena, Montana.
- Granted, August 26, 1998

Kansas City

New Canadian State Bank, Oklahoma City, Oklahoma -- extension to September 30, 1998, to become a member of the Federal Reserve System; and related application by New Canadian State Bank to merge with Canadian State Bank, Yukon, Oklahoma.
- Granted, August 28, 1998

Director, BS&R

U.S. Bancorp, Minneapolis, Minnesota -- extension to divest certain property.
- Granted, August 24, 1998

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Banco Popular de Puerto Rico, Hato Rey, Puerto Rico, to establish branches at the following locations: (i) 120 Broadway, New York, New York; and (ii) 150 Huguenot Street, New Rochelle, New York.	09/28/1998*
FBSEA	National Westminster Bank, PLC, London, England, to establish an additional branch in New York, New York.	09/12/1998

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	CommerzBank AG, Frankfurt am Main, Federal Republic of Germany, to acquire 32.39 percent of the voting stock of Korea Exchange Bank, Seoul, Korea, and thereby indirectly control California Korea Bank, Los Angeles, California.	09/30/1998
3(a)(5)	Cortland First Financial Corporation, Cortland, New York, to merge with Oneida Valley Bancshares, Inc., Oneida, New York, and thereby indirectly acquire Oneida Valley National Bank, Oneida, New York.	N/Avail
3(a)(1)	Oneida Financial, MHC, and Oneida Financial Corp., both of Oneida, New York, to become bank holding companies with respect to The Oneida Savings Bank, Oneida, New York.	09/17/1998
3(a)(1)	Greene County Bancorp, MHC, and Greene County Bancorp, both of Catskill, New York, to become bank holding companies with respect to Greene County Savings Bank, Catskill, New York.	N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Berks County Bank, Reading, PA, to establish a branch office on the existing property located at 3900 Hamilton Center, 3900 Hamilton Boulevard, Township of South Whitehall, County of Lehigh, PA.	09/16/1998
Branch	Wilmington Trust of Pennsylvania, West Chester, PA, to establish a branch office 787 East Lancaster Avenue, Villanova, Delaware County, PA.	N/Avail

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

None

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

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	
Regulation K	Received notice from Mellon Bank Corporation, Pittsburgh, PA on 08/27/1998, of its intent to acquire Newton Management Limited, United Kingdom, through its subsidiary, Neptune LLC, Pittsburgh, PA.	

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
344816	Citizens Deposit Bank & Trust 400 Second Street Vanceburg, KY 41179	06/15/98	09/04/98	S		X

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

<i>Institution</i>	<i>Location</i>
The Citizens Banking Co.	100 East Water Street, Sandusky, OH 44870-2514
The Huntington State Bank	4 West Main Street, Alexandria, OH 43001
Apollo Trust Co.	201 North Warren Avenue, Apollo, PA 15613

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Virginia Bank – Colonial, Richmond, Virginia, to establish a branch at 6127 Mechanicsville Turnpike, Mechanicsville, Virginia.*	9/5/1998
Branch	First Virginia Bank – Colonial, Richmond, Virginia, to establish a branch at 1 Richard E. Byrd Terminal Drive, Richmond, Virginia.*	9/15/1998
Branch	The Bank of Tidewater, Virginia Beach, Virginia, to establish a branch at 6330 Newtown Road, Norfolk, Virginia.*	9/18/1998

*Subject to provision of the Community Reinvestment Act.

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
544876	Guaranty Bank 1658 State Farm Boulevard Charlottesville, Virginia 22911	7/13/1998	8/26/1998	S		X

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

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Compass Bancshares, Inc., Birmingham, Alabama, to acquire Arizona Bank, Tucson, Arizona.	Fed Reg – 09/14/1998*
3(a)(3)	Appalachian Bancshares, Inc., Ellijay, Georgia, to acquire First National Bank of Union County, Blairsville, Georgia.	Fed Reg – 09/25/1998*
3(a)(3)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire Crestar Financial Corporation, Richmond, Virginia (Crestar). In addition, SunTrust is filing to acquire 19.9 percent of Crestar pursuant to an option agreement.	Fed Reg – 09/28/1998*

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	SouthTrust Corporation, Birmingham, Alabama, through its subsidiary, SouthTrust Securities, Inc., Birmingham, Alabama, to engage de novo in underwriting and dealing, to a limited extent, certain private ownership industrial development revenue bonds and certain unrated municipal revenue bonds.	N/Avail*

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire 100 percent of Crestar Securities Corporation, Richmond, Virginia, and thereby engage in extending credit, servicing loans; leasing personal or real property; financial and investment advisory activities; agency transactional services for customer investments; investment transactions as principal; insurance agency activities conducted on May 1, 1982; and insurance agency activities conducted before 1971.	09/28/1998
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire 100 percent of Crestar Insurance Agency, Inc., Richmond, Virginia, and thereby engage in insurance agency activities conducted on May 1, 1982 and insurance agency activities conducted before 1971.	09/28/1998
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire 100 percent of Crestar Community Development Corporation, Richmond, Virginia, and thereby engage in community development activities.	09/28/1998
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire 5.69 percent of Honor Technologies, Inc., Maitland, Florida, and thereby engage in data processing activities and management consulting and counseling activities.	09/28/1998

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

<i>Type</i>	<i>Application</i>
COM	First Bankshares, Inc., Longwood, Florida, commitment waiver request.
COM	AmTrade International Bank of Georgia, Atlanta, Georgia, commitment waiver request.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Comerica Bank Detroit, Michigan 106 Redfield Plaza Marshall, Michigan	Newspaper – 08/31/1998
Branch	Comerica Bank Detroit, Michigan 1603 Capital N.E. Battle Creek, Michigan	Newspaper – 08/31/1998
Branch	Michigan Heritage Bank Novi, Michigan 1917 East Big Beaver Road Troy, Michigan	Newspaper – 09/05/1998
Branch	Michigan Heritage Bank Novi, Michigan 28270 Orchard Lake Road Farmington Hills, Michigan	Newspaper – 09/09/1998
18(c) & Branches	Mercantile Bank Midwest Des Moines, Iowa First National Bank Iowa Iowa City, Iowa and thereby to establish 9 branches	Newspaper – N/Avail

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not Available (Not yet available; Not available at this time)

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

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

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Baylake Corp. Sturgeon Bay, Wisconsin Evergreen Bank, National Association Poy Sippi, Wisconsin	Fed Reg – 09/10/1998

Fed Reg - Federal Register Comment Period Ending Date

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

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

Section V – Availability of CRA public evaluations

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
366247	Templeton Savings Bank 103 S. Main P.O. Box 98 Templeton, Iowa 51463 (319) 682-7121	05/28/1998	08/28/1998	S		X

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	*Companion notice by Union Planters Corporation, Memphis, Tennessee, to indirectly acquire LaPlace Bancshares, Inc., LaPlace, Louisiana (previously submitted during the week ending August 22, 1998).	Newspaper – 9/18/1998 Fed Reg – 9/21/1998
3(a)(5)	*Companion notice by Union Planters Holding Corporation, Memphis, Tennessee, a wholly owned subsidiary of Union Planters Corporation, Memphis, Tennessee, to acquire LaPlace Bancshares, Inc., LaPlace, Louisiana (previously submitted during the week ending August 22, 1998).	Newspaper – 9/18/1998 Fed Reg – 9/21/1998
CIC	Notice involving Monticello Bancshares, Inc., Monticello, Kentucky, by the Mack Roberts, M.D., and Alma D. Roberts Family Limited Partnership, Monticello, Kentucky.	Newspaper – 9/21/1998 Fed Reg – 9/17/1998
3(a)(5)	*Notice by Simmons First National Corporation, Pine Bluff, Arkansas, to acquire American Bancshares of Arkansas, Inc., Charleston, Arkansas.	Newspaper – 9/25/1998 Fed Reg – 9/28/1998
3(a)(5)	*Notice by National City Bancshares, Inc., Evansville, Indiana, to acquire Progressive Bancshares, Inc., Lexington, Kentucky.	Newspaper – 9/30/1998 Fed Reg – 9/28/1998
3(a)(5)	* Notice by National City Bancshares, Inc., Evansville, Indiana, to acquire Commonwealth Commercial Corp., Crittenden, Kentucky.	Newspaper – 9/12/1998 Fed Reg – 9/11/1998

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
459046	Simmons First Bank of Russellville Russellville, Arkansas	5/4/1998	8/28/1998	S	X	

Section VI – CRA examinations scheduled for

Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Provincial Corp., Lakeville, Minnesota, for prior approval to become a bank holding company through the acquisition of at least 85% of the voting shares of Provincial Bank, Lakeville, Minnesota. *	09/25/1998 (Fed Reg)

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Franklin Bancorp, Inc., Minneapolis, Minnesota to engage <i>de novo</i> in lending activities.	09/14/1998

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

<i>Type</i>	<i>Application</i>
S/R	Watford City Bancshares, Inc., Watford City, North Dakota, to redeem 18.9% of its voting common stock, 23.0% of its nonvoting common stock, and 100% of its preferred stock.

Section V – Availability of CRA public evaluations

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

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
390859	M&I Community State Bank Eau Claire, Wisconsin	05/11/1998	08/28/1998	S	X	

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First Beemer Corporation, Beemer, Nebraska, for prior approval to acquire an additional 77.9 percent, for a pro forma total of 80.8 percent, of the voting shares of Citizens Bank, Bancroft, Nebraska.	Newspaper – N/Avail Fed Reg – 09/25/1998
3(a)(3)/3(a)(5)	Commerce Bancshares, Inc., and its wholly owned subsidiary CBI-Kansas, Inc., both of Kansas City, Missouri, to acquire and merge with Fidelity Bankshares, Inc., Garden City, Kansas; and thereby indirectly acquire Fidelity State Bank, Garden City, Kansas, and Heritage Bank of Olathe, Olathe, Kansas.	Newspaper – 09/16/1998 Fed Reg – 09/14/1998

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First Gilmer Bankshares, Inc., Gilmer, TX, and First Gilmer Delaware Holdings, Ltd., Wilmington, DE, to acquire Security State Bank, Ore City, TX* (Previously reported the week ending August 22, 1998)	Fed Reg – 09/21/1998 Newspaper – 09/19/1998
3(a)(3)	First Pecos Bancshares, Inc., Midland, TX, to acquire First Alpine, Inc., Alpine, TX, Alpine Delaware Financial Corporation, Dover, DE, and First National Bank in Alpine, Alpine, TX* (Previously reported the week ending August 22, 1998)	Fed Reg – 08/03/1998 Newspaper – 09/12/1998
3(a)(3)	Texas Financial Bancorporation, Minneapolis, MN, and Delaware Financial, Inc., Wilmington, DE, to acquire Walburg State Bank, Georgetown, TX*	Fed Reg – 09/25/1998 Newspaper – N/Avail
3(a)(1)	Grandview Bancshares, Inc., Grandview, TX, and Grandview Delaware Financial, Inc., Dover, DE, to acquire First State Bank, Grandview, TX*	Fed Reg – 09/25/1998 Newspaper – N/Avail
3(a)(1)	Grandview Delaware Financial, Inc., Dover, DE, to acquire First State Bank, Grandview, TX*	Fed Reg – 09/25/1998 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, August 29, 1998

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	
3(a)(5)(C)	XEON Financial Corp., to become a bank holding company by acquiring Nevada Banking Company, both of Stateline, Nevada.	

Section V – Availability of CRA public evaluations

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

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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