
Federal Reserve Release



H.2

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

No. 4

Week Ending January 23, 1999

Testimony And Statements

State of the economy -- statement by Chairman Greenspan before the House Committee on Ways and Means, January 20, 1999.

- Published, January 20, 1999

Bank Holding Companies

Citigroup Inc., New York, New York -- request for relief from certain conditions in connection with the application by Travelers Group Inc. to acquire Citicorp that relate to an investment in one closed-end investment fund.

- Granted, January 19, 1999

Forms

Recordkeeping Requirements Associated with the Real Estate Lending Standards Regulation (FR H-5) -- extension, without revision.

- Proposed, January 14, 1999 (AC)

Enforcement

First National Summit Bankshares, Crested Butte, Colorado, and First National Summit Bank -- issuance of a consent order of prohibition and order of assessment of a civil money penalty against Bob L. Sellers, a former institution-affiliated party.

- Announced, January 21, 1999

Hanmi Bank, Los Angeles, California -- order of removal and prohibition against John H. Ahn, a former institution-affiliated party.

- Authorized, January 19, 1999

H.2 Actions under delegated authority

January 17, 1999 to January 23, 1999

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

Bank Branches, Domestic

Secretary

Capital City Bank, Tallahassee, Florida -- to establish a branch at 1456 Capital Circle NW.

- Approved, January 22, 1999

Kansas City

Community Bank & Trust Company, Neosho, Missouri -- to establish a branch at 414-424 East 32nd Street, Joplin, Missouri.

- Approved, January 19, 1999

Kansas City

Heritage Bank, Louisville, Colorado -- to establish a branch at 2333 N. Main, Longmont, Colorado.

- Approved, January 21, 1999

San Francisco

Metro Commerce Bank, San Rafael, California -- to establish a branch at 1371 Redwood Way, Petaluma, California.

- Approved, January 19, 1999

Chicago

Midwest Bank, Hinsdale, Illinois -- to establish a branch at 1851 S. Roselle Road, Roselle, Illinois.

- Approved, January 21, 1999

Chicago

Northern Trust Company, Chicago, Illinois -- to establish a branch at 1100 Pembridge Drive (Lake Forest Place), Lake Forest, Illinois.

- Approved, January 20, 1999

Bank Holding Companies

Richmond

Bank of America NT&SA, San Francisco, California -- waiver of application in connection with the proposed transfer of its New Mexico banking operations to NationsBank, N.A., Charlotte, North Carolina.

- Granted, December 3, 1998 (AC)

St. Louis

BCC Bancshares, Inc., Hardin, Illinois -- to acquire Bank of Calhoun County.

- Approved, January 21, 1999

San Francisco

Business Bank Corporation, Las Vegas, Nevada -- to acquire Las Vegas Business Bank.

- Approved, January 21, 1999

Kansas City

Central Bancshares of Kansas City, Inc., Kansas City, Missouri -- to acquire ASB Bancshares, Inc., Harrisonville, Missouri, and Winterset State Bank.

- Approved, January 21, 1999

Kansas City

Durant Bancorp, Inc., Durant, Oklahoma, and First United Bank and Trust Company -- waiver of application to acquire Bokchito Bancshares, Inc., Bokchito, Oklahoma, and First State Bank.

- Granted, December 10, 1999 (AC)

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- to acquire Enterprise Federal Bancorp, Inc., West Chester, Ohio.

- Approved, January 22, 1999

Chicago

First Busey Corporation, Urbana, Illinois -- request for relief from a commitment.

- Granted, January 21, 1999

Bank Holding Companies

San Francisco

Humboldt Bancorp, Eureka, California -- to acquire Capitol Valley Bank, Roseville, California.

- Approved, January 21, 1999

Minneapolis

Johnson Holdings, Inc., Isanti, Minnesota; East Central Holding Company; and Isanti Agency, Inc. -- to engage de novo in securities brokerage services through Isanti Agency, Inc.

- Withdrawn, January 19, 1999

St. Louis

McIlroy Family Limited Partnership, Bowling Green, Missouri -- to retain shares of Community State Bank of Bowling Green.

- Approved, January 21, 1999

Secretary

Old National Bancorp, Evansville, Indiana -- to merge with Dulaney Bancorp, Inc., Marshall, Illinois, and acquire Dulaney National Bank.

- Approved, January 20, 1999

Richmond

Peoples Bancorporation, Inc., Easley, South Carolina -- to acquire Seneca National Bank, Seneca, South Carolina.

- Approved, January 21, 1999

Kansas City

Rae Valley Financials, Inc., Petersburg, Nebraska -- to acquire Petersburg State Bank.

- Returned, January 20, 1999

Atlanta

South Georgia Bank Holding Company, Omega, Georgia -- to acquire South Georgia Banking Company.

- Approved, January 19, 1999

Bank Holding Companies

Kansas City

Stockmens Financial Corporation, Rushville, Nebraska -- waiver of application to acquire Martell Financial Services, Inc., Martell, Nebraska, and The Martell State Bank.

- Granted, November 30, 1998 (AC)

Chicago

Tower Financial Corporation, Fort Wayne, Indiana -- to acquire Tower Bank & Trust Company.

- Approved, January 19, 1999

Richmond

Union Bankshares Corporation, Bowling Green, Virginia -- to acquire Bank of Williamsburg, Williamsburg, Virginia.

- Approved, January 22, 1999

Dallas

WB&T Bancshares, Inc., Duncanville, Texas -- to acquire WB&T Delaware Bancshares, Inc., Wilmington, Delaware, and Western Bank and Trust, Duncanville, Texas.

- Approved, January 21, 1999

Dallas

WB&T Delaware Bancshares, Inc., Wilmington, Delaware -- to acquire Western Bank and Trust, Duncanville, Texas.

- Approved, January 21, 1999

San Francisco

Wells Fargo & Company, San Francisco, California -- to acquire Riverton State Bank Holding Company, Riverton, Wyoming; Riverton State Bank; and Dubois National Bank, Dubois, Wyoming.

- Approved, January 19, 1999

Bank Holding Companies

San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Mortgage, Inc., Des Moines, Iowa; and Norwest Ventures, LLC -- to engage through MidAmerican Home Services Mortgage, LLC, West Des Moines, Iowa, in residential mortgage lending activities.

- Approved, January 22, 1999

Bank Mergers

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to acquire through merger Enterprise Federal Savings Bank, West Chester, Ohio.

- Approved, January 22, 1999

Kansas City

First American Bank and Trust Co., Purcell, Oklahoma -- to merge with First American Bank, Maysville, Oklahoma, and establish an additional branch.

- Approved, January 21, 1999

Banks, State Member

Director, BS&R

Banco Popular de Puerto Rico, San Juan, Puerto Rico -- transfer agent registration.

- Withdrawn, January 22, 1999

Atlanta

Mobile County Bank, Grand Bay, Alabama -- to acquire certain assets and assume certain liabilities of a branch of Union Planters Bank, N.A., Mobile, Alabama.

- Approved, January 22, 1999

Kansas City

WestStar Bank, Bartlesville, Oklahoma -- to declare a dividend.

- Approved, January 19, 1999

Change In Bank Control

Cleveland

Cumberland Valley Financial Company, London, Kentucky -- change in bank control.

- Permitted, January 20, 1999

Competitive Factors Reports

St. Louis

Barretville Bank & Trust Company, Barretville, Tennessee -- report on competitive factors of the proposed merger with Peoples Interim Bank.
- Submitted, January 21, 1999

Cleveland

Fidelity Federal Savings Bank, Cincinnati, Ohio -- report on competitive factors of the proposed merger with Centennial Savings Bank.
- Submitted, January 15, 1999 (AC)

St. Louis

First Citizens National Bank, Dyersburg, Tennessee -- report on competitive factors of the proposed merger with Bank of Troy, Troy, Tennessee.
- Submitted, January 22, 1999

Minneapolis

First Independent Bank, Russell, Minnesota -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Balaton, Minnesota, branch of 21st Century Bank, Rogers.
- Submitted, January 22, 1999

Dallas

First State Bank, NA, Abilene, Texas -- report on competitive factors of the proposed merger with Azle State Bank, Azle, Texas.
- Submitted, January 22, 1999

Dallas

Lake Worth National Bank, Lake Worth, Texas -- report on competitive factors of the proposed acquisition of a branch of United Bank and Trust, Abilene, Texas.
- Submitted, January 19, 1999

Cleveland

LC Interim National Bank, Lebanon, Ohio -- report on competitive factors of the proposed merger with Lebanon Citizens National Bank.
- Submitted, January 15, 1999 (AC)

Competitive Factors Reports

San Francisco

Mercantile Bank, N.A., Brownsville, Texas -- report on competitive factors of the proposed merger with Norwest Interim Bank Mercantile, N.A.
- Submitted, January 22, 1999

St. Louis

Peoples Bank & Trust Company, Tupelo, Mississippi -- report on competitive factors of the proposed merger with Inter-City Federal Bank for Savings, Louisville, Mississippi.
- Submitted, January 21, 1999

New York

Richmond Savings Bank, Staten Island, New York -- report on competitive factors of the proposed merger with First Savings Bank of New Jersey, Bayonne, New Jersey.
- Submitted, January 21, 1999

St. Louis

Simmons First National Bank, Pine Bluff, Arkansas -- report on competitive factors of the proposed merger with American State Bank, Charleston, Arkansas.
- Submitted, January 20, 1999

St. Louis

Union Planters Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed merger with Bank of LaPlace of St. John the Baptist Parish, Louisiana, LaPlace, Louisiana.
- Submitted, January 22, 1999

Extensions Of Time

Richmond

BB&T Corporation, Winston-Salem, North Carolina -- extension to April 16, 1999, to acquire Scott & Stringfellow Financial, Inc., Richmond, Virginia.
- Granted, January 21, 1999

Extensions Of Time

Chicago

Capitol Bancorp Limited, Lansing, Michigan -- extension to February 28, 1999, to acquire shares of Detroit Commerce Bank, Detroit, Michigan.

- Granted, December 11, 1998 (AC)

Atlanta

Hancock Holding Company, Gulfport, Mississippi -- extension to April 15, 1999, to merge with American Security Bancshares, Inc., Ville Platte, Louisiana, and acquire American Security Bank.

- Granted, January 14, 1999 (AC)

Membership

Richmond

Bank of Williamsburg, Williamsburg, Virginia -- to become a member of the Federal Reserve System.

- Approved, January 22, 1999

Chicago

Johnson Bank Illinois, Lake Forest, Illinois -- to become a member of the Federal Reserve System.

- Approved, January 19, 1999

Cleveland

Mid Am Bank, Toledo, Ohio -- to become a member of the Federal Reserve System.

- Approved, January 22, 1999

Chicago

Tower Bank & Trust Company, Fort Wayne, Indiana -- to become a member of the Federal Reserve System.

- Approved, January 19, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 23, 1999

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 23, 1999

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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					<i>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, January 23, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco de la Ciudad de Buenos Aires, Buenos Aires, Argentina, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Moscow Narodny Bank, London, England, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Caixa Geral de Depositos, Lisbon, Portugal, to establish a branch in New York, New York.	Newspaper – N/Avail

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)/3(a)(5)	M&T Bank Corporation (“MTB”) and Olympia Financial Corp., both of Buffalo, New York, to (i) acquire FNB Rochester Corp., Rochester, New York (“FNB”), and thereby acquire First National Bank of Rochester, also of Rochester, New York, and (ii) for MTB to acquire 19.9 percent of FNB common stock*	Newspaper – 02/09/1999 Fed Reg – 02/15/1999
3(a)(1)/4(c)(8)	Deutsche Bank AG, Frankfurt am Main, Federal Republic of Germany, to become a bank holding company by acquiring 100 percent of the shares of Bankers Trust Corp., New York, New York (“BT”), and as a result, acquire the nonbanking subsidiaries of BT.	Newspaper – N/Avail Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	National Westminster Bank Plc, London, England, to engage <i>de novo</i> in certain data processing and related activities through a proposed subsidiary, XCo, LLC.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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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>
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, January 23, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Main Street Bank, to establish five branch offices located at 17th Chew St, Fairgrounds, County of Lehigh, PA, Lexington & South Fourth Street, Allentown, County of Lehigh, PA, 235 Main Street, Emmaus, County of Lehigh, PA, 3321 Willow Lane, Macungie, County of Lehigh, PA, and 1430 Jacobsburg Road, Wind Gap, County of Northampton, PA.	02/05/1999

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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<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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, January 23, 1999

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, January 23, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	EagleBank, Bethesda, Maryland, to operate a mobile branch by providing a courier service to pick up noncash deposits from customers at locations in Washington, D. C.; Arlington County, Fairfax County, Loudoun County, the City of Alexandria, and the City of Fairfax, Virginia; and Montgomery County, Prince George's County, Howard County and Anne Arundel County, Maryland.*	Newspaper – 01/29/1999
18(c)	F&M Bank-Northern Virginia, Fairfax, Virginia, to merge with Security Bank Corporation, Manassas, Virginia.*	Newspaper – 02/12/1999

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice of Change in Control with respect to Community Bancshares, Inc., Wilkesboro, North Carolina.	Fed Reg – 02/02/1999 Newspaper – 02/07/1999
3(a)(1)	First Community Financial Corporation, Burlington, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Community Savings Bank, Inc., SSB, Burlington, North Carolina.*	Fed Reg – N/Avail Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Wachovia Corporation, Winston-Salem, North Carolina, to acquire Interstate/Johnson Lane, Inc., Charlotte, North Carolina.	Fed Reg – 02/11/1999

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

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

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
887126	First Community Bank, Inc. 2 West Main Street Buckhannon, West Virginia 26201	10/13/1998	01/22/1999	S	X	
355821	The Bank of Floyd 101 Jacksonville Circle Floyd, Virginia 24091	11/16/1998	01/22/1999	S		X
497020	Bank of Greenville Main Street Greenville, West Virginia 24949	11/16/1998	01/22/1999	O		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, January 23, 1999

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Flag Financial Corporation, LaGrange, Georgia, to acquire First Flag Bank, LaGrange, Georgia (formerly known as First Federal Savings Bank of LaGrange), upon its conversion from a federal savings bank to a state-chartered bank.	Newspaper –02/15/1999

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Community Trust Financial Services Corporation, Hiram, Georgia, to acquire First Family Financial Services of Georgia, Inc., Atlanta, Georgia, and thereby engage in making, acquiring, brokering, or servicing loans or other extensions of credit.	02/11/1999

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

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

Section V – Availability of CRA public evaluations

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, January 23, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Old Kent Bank Grand Rapids, Michigan 64660 VanDyke Romeo, Michigan	Newspaper – 1/24/1999
Branch	1 st Source Bank South Bend, Indiana 720 South 11 th Street Niles, Michigan	Newspaper – 1/27/1999
18(c) & Branches	Baylake Bank Sturgeon Bay, Wisconsin Baylake Bank, National Association (was Evergreen Bank, N.A.) Poy Sippi, Wisconsin and thereby to establish 4 branches	Newspaper – 1/31/1999

Newspaper - Newspaper Comment Period Ending Date

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	First Personal Financial Corp.* Orland Park, Illinois First Personal Bank (in organization) Orland Park, Illinois	Fed Reg – 2/19/1999 Newspaper – N/Avail
3(a)(1)	Morton Community Bank Employee Stock Ownership Plan and Trust* Morton, Illinois Hometown Independent Bancorp, Inc. Morton, Illinois Morton Community Bank Morton, Illinois	Fed Reg – N/Avail Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Bay Port Financial Corporation* Bay Port, Michigan Bay Port State Bank Bay Port, Michigan	Fed Reg – 2/22/1999 Newspaper – 2/14/1999
3(a)(3)	Hometown Independent Bancorp, Inc.* Morton, Illinois Sunstar Bank Washington, Illinois	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
S/R	Madison Holding Company Winterset, Iowa To redeem 124 shares of common stock
S/R	Piper Bankshares, Inc. Piper City, Illinois To purchase 4,800 shares of its common stock from one shareholder

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>
9436	Union Bank Northwest 215 Jefferson St. P.O. Box 606 Hanover, Illinois 61041 (815) 591-2201	9/18/1998	1/19/1999	S		x
114541	F&M Bank-Brodhead 1035 First Center P.O. Box 225 Brodhead, Wisconsin 53520 (608) 897-2151	10/9/1998	1/22/1999	S	x	

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

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, January 23, 1999

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CC	Notice involving Clement Bancshares, Inc., Plainview, Arkansas, by the Blanchard Family Group (previously reported during the week ending January 16, 1999).	Newspaper – 2/9/1999 Fed Reg – 2/8/1999
3(a)(1)	*Notice by Memphis First Corporation, Memphis, Tennessee, to acquire MemphisFirst Community Bank, Memphis, Tennessee (in organization).	Newspaper – 2/18/1999 Fed Reg – 2/22/1999
3(a)(1)	*Notice by Franklin Bancshares, Inc., Franklin, Illinois, to acquire Franklin Bank, Franklin, Illinois (in organization)	Newspaper – N/Avail. Fed Reg – N/Avail.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
585543	Bank of Louisville Louisville, Kentucky	9/14/1998	1/18/1999	O		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, January 23, 1999

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Nefsy Family Voting Trust, Miles City, Montana, to acquire control of Stockman Financial Corp., Miles City, Montana.	Fed Reg - 02/10/1999
3(a)(1)	CNB, Inc. Walker, Minnesota, for prior approval to become a bank holding company through the acquisition of 95% of the voting shares of Centennial National Bank, Walker, Minnesota.	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</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, January 23, 1999

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Nationwide Bancshares, Inc., West Point, Nebraska, to acquire 100 percent of the voting shares of FNB Insurance Agency, Inc., Walthill, Nebraska; and thereby indirectly acquire First National Bank of Walthill, Nebraska.	Newspaper – 01/25/1999 Fed Reg – 02/08/1999
3(a)(3)	HometownBanc Corp., Grand Island, Nebraska, to acquire 100 percent of the voting shares of Security State Bank, Sumner, Nebraska.	Newspaper – N/Avail Fed Reg – 02/19/1999
CIC / S/R	Thomas G. Fitzgerald and James G. Fitzgerald, both of Inverness, Illinois, to acquire voting shares of Southern Colorado Corp., Pagosa Springs, Colorado; and thereby indirectly acquire Mancos Valley Bank, Mancos, Colorado, and Citizens Bank of Pagosa Springs, Pagosa Springs, Colorado.	Newspaper – N/Avail Fed Reg – 02/10/1999

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
538651	Deuel County State Bank Chappell, Nebraska	10/19/1998	01/20/1999	S		X
152851	First Community Bank Emporia, Kansas	10/26/1998	01/21/1999	S		X

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

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, January 23, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Texas Heritage Bank, Hutto, TX, to establish a branch at 100 West Morrow Street, Georgetown, TX 78626*	Newspaper – 02/06/1999

*Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Woodforest Bancshares, Inc., Houston, TX, and Sun Belt Bancshares Corporation, Wilmington, DE, to acquire HB Financial Corporation, Highlands, TX, and HB Financial Corporation of Delaware, Wilmington, DE, and Highlands State Bank, Highlands, TX* (Previously reported the week ending January 16, 1999)	Fed Reg – 02/18/1999 Newspaper – 02/14/1999
3(a)(3)	Extraco Bancshares, Inc., Waco, TX, to acquire Central Financial Corporation, Inc., Lorena, TX, Central Delaware Financial Corporation, Inc., Dover, DE, Bank of Troy, Troy, TX, and Lorena State Bank, Lorena, TX*	Fed Reg – 02/19/1999 Newspaper – N/Avail
3(a)(1)	Cameron Bancshares, Inc., Cameron, TX, to acquire Cameron Bancshares of Delaware, Inc., Wilmington, DE, and First National Bank in Cameron, Cameron, TX*	Fed Reg – 02/19/1999 Newspaper – 02/20/1999
3(a)(1)	Cameron Bancshares of Delaware, Inc., Wilmington, DE, to acquire First National Bank in Cameron, Cameron, TX*	Fed Reg – 02/19/1999 Newspaper – 02/20/1999
3(a)(1)	Bauer Management, Inc., Port Lavaca, TX, to acquire Bauer Investments, Ltd., Port Lavaca, TX, The First National Bank, Port Lavaca, TX, and Seaport Bank, Seadrift, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Bauer Investments, Ltd., Port Lavaca, TX, to acquire The First National Bank, Port Lavaca, TX, and Seaport Bank, Seadrift, TX*	Fed Reg – N/Avail Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	North Texas Future Bancshares, Inc., Whitewright, TX, to acquire First National Bank of Whitewright, Sherman, TX

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>
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, January 23, 1999

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Castle Creek Capital Partners Fund IIa, LP, Castle Creek Capital Partners Fund IIb, LP, both of Rancho Santa Fe, California, to become bank holding companies by acquiring up to 23.93 percent of Rancho Santa Fe National Bank, Rancho Santa Fe, California. *	Newspaper – 02/19/1999 Fed Reg – 02/22/1999
3(a)(1)	WJR Corporation to become a bank holding company through its 22.96 percent voting control of Castle Creek Capital LLC, both of Rancho Santa Fe, California. *	Newspaper – 02/19/1999 Fed Reg – 02/22/1999
3(a)(3)	Eggemeyer Advisory Corp., and Castle Creek Capital LLC, both of Rancho Santa Fe, California, to acquire up to 48.94 percent of Rancho Santa Fe National Bank, Rancho Santa Fe, California. *	Newspaper – 02/19/1999 Fed Reg – 02/22/1999

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	Pacific Continental Corporation to become a bank holding company by acquiring Pacific Continental Bank, both of Eugene, Oregon.

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

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

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

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

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