
Federal Reserve Release



H.2

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

No. 12

Week Ending March 20, 1999

Testimony And Statements

Proposed Bankruptcy Reform Act of 1999 -- statement by Oliver Ireland, Associate General Counsel of the Board, before the Subcommittee on Commercial and Administrative Law of the House Committee on the Judiciary, March 18, 1999.
- Published, March 18, 1999

Bank Holding Companies

Commerzbank AG, Frankfurt am Main, Federal Republic of Germany -- to retain Korea Exchange Bank, Seoul, Korea, and acquire California Korea Bank, Los Angeles, California.
- Approved, March 15, 1999

Fuji Bank, Limited, Tokyo, Japan -- to acquire shares of The Yasuda Trust and Banking Co., Ltd., Tokyo, Japan, and acquire Yasuda Bank and Trust Company, New York, New York.
- Approved, March 15, 1999

Wachovia Corporation, Winston-Salem, North Carolina -- to acquire Interstate/Johnson Lane, Inc., Charlotte, North Carolina, and its subsidiaries, including Interstate/Johnson Lane Corporation, and engage in certain nonbanking activities.
- Approved, March 17, 1999

Board Operations

Management Division -- promotion of Stephen R. Malphrus to Staff Director for Management, effective June 1, 1999.
- Approved, March 17, 1999

Forms

Disclosure Requirements in Connection with Regulation CC to Implement the Expedited Funds Availability Act -- extension without revision.
- Proposed, March 16, 1999

Regulations And Policies

Payment Systems -- modification of the posting rules for settlement entries processed through enhanced settlement services (Docket No. R-1035).
- Approved, February 19, 1999 (AC)

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

Bank Branches, Domestic

New York

Banco Popular North America, New York, New York -- to establish branches at 501 West Lincoln Avenue, Anaheim, California, and 3760 McFadden Avenue, Santa Ana.
- Approved, March 16, 1999

Secretary

Centura Bank, Rocky Mount, North Carolina -- to establish branches at 7852 Rea Road, Charlotte, North Carolina, and 1405 Suite B, West Williams Street, Apex.
- Approved, March 18, 1999

Dallas

Community Bank, Granbury, Texas -- to establish a branch at the intersection of Highway 67 (West Henderson) and Nolan River Road, Celeste, Texas.
- Approved, March 18, 1999

Chicago

CSB Bank, Capac, Michigan -- to establish a branch in the vicinity of Main and Prospect Streets, Emmett, Michigan.
- Approved, March 17, 1999

Kansas City

Eaton Bank, Eaton, Colorado -- to establish a branch at 1550 East Harmony Road, Fort Collins, Colorado.
- Approved, March 15, 1999

St. Louis

Springdale Bank & Trust, Springdale, Arkansas -- to establish a branch at 1303 East Robinson Avenue.
- Approved, March 18, 1999

Chicago

UnionBank, Streator, Illinois -- to establish a branch at 1403 13th Avenue, Mendota, Illinois.
- Approved, March 17, 1999

Bank Holding Companies

Chicago

Ambank Company, Inc., Sioux Center, Iowa -- to engage de novo in lending and leasing activities.

- Approved, March 16, 1999

Minneapolis

BW Bancorp, Woodbury, Minnesota -- to acquire Boundary Waters Community Bank, Ely, Minnesota.

- Approved, March 16, 1999

Chicago

Capitol Bancorp Limited, Lansing, Michigan, and Sun Community Bancorp, Limited, Phoenix, Arizona -- to acquire shares of East Valley Community Bank, Chandler, Arizona.

- Returned, March 19, 1999

Minneapolis

Community First Bankshares, Inc., Fargo, North Dakota -- to engage in general insurance agency activities in towns with populations less than 5000 through the acquisition of assets of Thad Scholl Insurance Agency, LLC, Holyoke, Colorado.

- Approved, March 15, 1999

New York

Cooperatieve Centrale Raiffeisen-Boerenleenbank B.A., Rabobank Nederland, Utrecht, Netherlands -- to acquire Tokai Financial Services, Inc., Berwyn, Pennsylvania, through De Lage Landen, U.S.A., New York, New York, and engage in lending, asset management, and leasing activities.

- Approved, March 18, 1999

Kansas City

Davenport Community Bancshares, Inc., Davenport, Nebraska -- to acquire Jennings State Bank.

- Approved, March 17, 1999

Bank Holding Companies

San Francisco

East-West Bank, San Marino, California, and East West Bancorp -- waiver of application in connection with proposed acquisition of First Central Bank, Cerritos, California.

- Granted, March 16, 1999

San Francisco

Farmers & Merchants Bancorp, Lodi, California -- to become a bank holding company as part of a corporate reorganization involving Farmers & Merchants Bank of Central California.

- Approved, March 18, 1999

Chicago

First American Bank Group, Ltd., Fort Dodge, Iowa -- to acquire First American Bank, Sioux City, Iowa.

- Approved, March 17, 1999

Atlanta

First Banking Company of Southeast Georgia, Statesboro, Georgia -- to merge with Wayne Bancorp, Inc., Jesup, Georgia, and acquire Wayne National Bank.

- Approved, March 17, 1999

Atlanta

First Sterling Banks, Inc., Kennesaw, Georgia -- to merge with Georgia Bancshares, Inc., Tucker, Georgia, and acquire Community Bank of Georgia.

- Approved, March 15, 1999

New York

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

- Approved, March 17, 1999

Dallas

Metroplex North Bancshares, Inc., Employee Stock Ownership Plan, Celeste, Texas -- to acquire Metroplex North Bancshares, Inc. and The First Bank of Celeste.

- Approved, March 17, 1999

Bank Holding Companies

Chicago

NCB Holdings, Inc., Chicago, Illinois -- to acquire Century Financial Company, LLC, and engage in securities brokerage services.
- Approved, March 15, 1999

Director, BS&R

Niagara Bancorp, MHC, Lockport, New York, and Niagara Bancorp -- request to modify certain commitments in connection with the application to acquire Lockport Savings Bank.
- Granted, March 18, 1999

San Francisco

Silver State Bancorp, Henderson, Nevada -- to become a bank holding company as part of a corporate reorganization involving Silver State Bank.
- Approved, March 17, 1999

Boston

State Street Corporation, Boston, Massachusetts -- to engage in data processing activities through SAVVIS Holdings Corporation, St. Louis, Missouri.
- Approved, March 17, 1999

San Francisco

Stockmans Financial Corp., Elk Grove, California -- to become a bank holding company as part of a corporate reorganization involving Stockmans Bank.
- Approved, March 18, 1999

Minneapolis

WCB Bancshares, Inc., Oakdale, Minnesota -- to acquire Washington County Bank, National Association.
- Approved, March 17, 1999

Bank Mergers

Kansas City

Pinnacle Bank - Torrington, Torrington, Wyoming -- to merge with Pinnacle Bank of Cheyenne, Cheyenne, Wyoming, and establish a branch.
- Approved, March 18, 1999

Banks, State Member

St. Louis

Citizens Bank & Trust Company, Van Buren, Arkansas -- to acquire certain assets and assume liabilities of the Van Buren branch of River Valley Bank & Trust, Lavaca, Arkansas, and retain the acquired facility as a branch.
- Approved, March 19, 1999

Kansas City

Pinnacle Bank of Cheyenne, Cheyenne, Wyoming -- to purchase certain assets and assume certain liabilities of Frontier Bank of Laramie County and establish a branch.
- Approved, March 18, 1999

Change In Bank Control

St. Louis

Leitchfield Deposit Bancshares, Inc., Leitchfield, Kentucky -- change in bank control.
- Permitted, March 16, 1999

Minneapolis

Rockford Bancorporation, Inc., Rockford, Minnesota -- change in bank control.
- Permitted, March 19, 1999

Competitive Factors Reports

St. Louis

Banterra Bank, Marion, Illinois -- report on competitive factors of the proposed merger with Heartland National Bank, Herrin, Illinois.
- Submitted, March 16, 1999

Kansas City

Citizens Bank and Trust Company, Rock Port, Missouri -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Craig, Missouri, branch of Premier Bank, Lenexa, Kansas.
- Submitted, March 15, 1999

Competitive Factors Reports

Chicago

Citizens National Bank of Macomb, Macomb, Illinois -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Staunton, Illinois, branch of Mercantile Bank, National Association, St. Louis, Missouri.

- Submitted, March 18, 1999

Cleveland

Citizens Savings Bank, Martins Ferry, Ohio -- report on competitive factors of the proposed merger with The Citizens-State Savings Bank of Strasburg, Strasburg, Ohio.

- Submitted, March 15, 1999

New York

City National Bank and Trust Company, Gloversville, New York -- report on competitive factors of the proposed merger with Gloversville Federal Savings and Loan Association.

- Submitted, March 18, 1999

Cleveland

Classic Bank, Ashland, Kentucky -- report on competitive factors of the proposed acquisition and merger with Citizens Bank, Grayson, in Grayson, Kentucky.

- Submitted, March 15, 1999

Chicago

Community State Bank, Tipton, Iowa -- report on competitive factors of the proposed merger with Clarence Bancshares, Inc.

- Submitted, March 18, 1999

Minneapolis

Farmers State Bank of Hartland, Hartland, Minnesota -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of First Community Bank, Freeborn, Minnesota.

- Submitted, March 18, 1999

Competitive Factors Reports

Richmond

First Century Bank, National Association, Bluefield, West Virginia -- report on competitive factors of the proposed merger with First Century Bank, Wytheville, Virginia.

- Submitted, March 15, 1999

Richmond

First Community Bank, National Association, Buckhannon, West Virginia -- report on competitive factors of the proposed merger with First Community Bank of Mercer County, Inc., Princeton, West Virginia; First Community Bank of Southwest Virginia, Inc., Tazewell, Virginia; and Blue Ridge Bank, Sparta, North Carolina.

- Submitted, March 15, 1999

Chicago

First Mid-Illinois Bank & Trust, N.A., Mattoon, Illinois -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Monticello, DeLand, and Taylorville, Illinois, branches of Bank One Illinois, N.A., Springfield.

- Submitted, March 18, 1999

Kansas City

First National Bank Northeast, Lyons, Nebraska -- report on competitive factors of the proposed merger with The Farmers and Merchants National Bank of Oakland, Oakland, Nebraska.

- Submitted, March 15, 1999

Cleveland

First National Bank of New Holland, New Holland, Ohio -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Mt. Sterling, Ohio, branch of FirstMerit Bank, N.A., Akron.

- Submitted, March 15, 1999

Cleveland

Kentucky National Interim Bank, Elizabethtown, Kentucky -- report on competitive factors of the proposed merger with Kentucky National Bank.

- Submitted, March 15, 1999

Competitive Factors Reports

Kansas City

Oklahoma Bank and Trust Company, Clinton, Oklahoma -- report on competitive factors of the proposed merger with Custer County State Bank, Arapaho, Oklahoma.
- Submitted, March 15, 1999

Chicago

Pendleton Banking Company, Pendleton, Indiana -- report on competitive factors of the proposed merger with Anderson Community Bank, Anderson, Indiana.
- Submitted, March 18, 1999

Chicago

Royal Bank, Elroy, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Oxford, Wisconsin, branch of M&I Mid-State Bank, Stevens Point.
- Submitted, March 18, 1999

Chicago

State Bank, Freeport, Illinois -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Freeport branch of State Bank of Davis, Davis, Illinois.
- Submitted, March 18, 1999

Secretary

Sun Security Bank of America, Ellington, Missouri -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Miller, Missouri, branch of Mercantile Bank, N.A., St. Louis.
- Submitted, March 19, 1999

Minneapolis

U.S. Bank, National Association, Minneapolis, Minnesota -- report on competitive factors of the proposed merger with Northwest National Bank, Vancouver, Washington.
- Submitted, March 15, 1999

Competitive Factors Reports

Chicago

United Bank and Trust, Tecumseh, Michigan -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Manchester, Michigan, branch of Great Lakes National Bank of Michigan, Ann Arbor.
- Submitted, March 18, 1999

Extensions Of Time

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to June 15, 1999, to acquire The ANB Corporation, The ANB Delaware Corporation, and The American National Bank of Texas.
- Granted, March 19, 1999

Dallas

Bryan Family Management Trust, Bryan, Texas, and Bryan Heritage Limited Partnership -- extension to June 10, 1999, to acquire The First National Bank of Bryan.
- Granted, March 19, 1999

Chicago

FBOP Corporation, Oak Park, Illinois -- extension to June 15, 1999, to acquire Calumet Bancorp, Inc., Dolton, Illinois, and Calumet Federal Savings and Loan Association of Chicago, Chicago, and engage in operating a savings association, providing securities brokerage services, and making and servicing loans.
- Granted, March 19, 1999

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- extension to July 22, 1999, to acquire Enterprise Federal Bancorp, Inc., West Chester, Ohio, and for Fifth Third Bank, Cincinnati, to merge with Enterprise FSB, West Chester.
- Granted, March 15, 1999

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- extension to June 10, 1999, to acquire Ashland Bankshares, Inc., Ashland, Kentucky, and for Fifth Third Bank of Southern Ohio, Hillsboro, Ohio, to merge with Bank of Ashland, Inc., Ashland, Kentucky.
- Granted, March 15, 1999

Extensions Of Time

Minneapolis

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

- Granted, March 15, 1999

Atlanta

SunTrust Bank, Atlanta, Georgia -- extension to March 27, 2000, to establish a branch at 3550 Centerville Highway, Lithonia, Georgia.

- Granted, March 18, 1999

Membership

Minneapolis

Big Sky Western Bank, Big Sky, Montana -- to become a member of the Federal Reserve System.

- Approved, March 18, 1999

Dallas

Citizens Bank, Slaton, Texas -- to become a member of the Federal Reserve System.

- Approved, March 18, 1999

Atlanta

Cumberland Bank, Carthage, Tennessee -- to become a member of the Federal Reserve System.

- Approved, March 19, 1999

Chicago

First American Bank, Sioux City, Iowa -- to become a member of the Federal Reserve System.

- Approved, March 17, 1999

Kansas City

Pinnacle Bank of Cheyenne, Cheyenne, Wyoming -- to become a member of the Federal Reserve System.

- Approved, March 18, 1999

Membership

San Francisco

Rancho Bernardo Community Bank, San Diego, California -- to become a member of the Federal Reserve System.

- Approved, March 17, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 20, 1999

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	BankBoston Corporation, Boston, Massachusetts; The Bank of New York Company, Inc., New York, New York; The Chase Manhattan Corporation, New York, New York; Comerica Incorporated, Detroit, Michigan; First Union Corporation, Charlotte, North Carolina; Fleet Financial Group, Inc., Boston, Massachusetts; HSBC Holdings plc, London, England; HSBC Holdings BV, Amsterdam, Netherlands; HSBC Americas, Inc., Buffalo, New York; The Royal Bank of Scotland Group plc, Edinburgh, United Kingdom; The Royal Bank of Scotland plc, Edinburgh, United Kingdom; Citizens Financial Group, Inc., Providence, Rhode Island; and Summit Bancorp, Princeton, New Jersey - to acquire for NYCE Corporation, Woodcliff Lake, New Jersey (NYCE), all the stock of Magic Line, Inc., Dearborn, Michigan, and the subsequent merger of Magic Line, Inc. with and into NYCE Midwest, Inc., a wholly-owned subsidiary of NYCE.	04/05/1999

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 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>
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None

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 20, 1999

Section I – Applications subject to newspaper notice only

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

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)	Hudson City MHC, and Hudson City Bancorp, Inc., both of Paramus, New Jersey, to become bank holding companies with respect to Hudson City Savings Bank, Paramus, New Jersey.*	Newspaper – 04/15/1999 Fed Reg – 04/16/1999

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	NYCE Corporation, Woodcliff Lake, New Jersey (“NYCE”), to acquire all of the stock of Magic Line, Inc., Dearborn, Michigan (“Magic Line”), and to merge Magic Line with and into NYCE Midwest, Inc., a wholly-owned subsidiary of NYCE, thereby engaging in data processing and check verification services.	Fed Reg – 04/05/1999

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
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, March 20, 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 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>
692115	Correction Summit Bank Bethlehem, PA	4/20/1998	11/24/1998	O	X	
765019	Correction Bryn Mawr Trust Company Bryn Mawr, PA	6/22/1998	01/12/1999	S	X	

Section VI – CRA examinations scheduled for

Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 20, 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 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>
783910	North Valley Bank, Corning, Ohio	1/25/1999	3/19/1999	S		X

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, March 20, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	F&M Bank-Winchester, Winchester, Virginia, to establish a branch at 432 South Street, Front Royal, Virginia .*	Newspaper – 03/30/1999

*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)(3)	First Citizens Bancorporation of South Carolina, Inc., Columbia, South Carolina, to acquire The Exchange Bank of South Carolina, Kingstree, South Carolina .*	Fed Reg – 04/12/1999 Newspaper – 04/09/1999
3(a)(1)	New Commerce BanCorp, Greenville, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of New Commerce Bank, N.A., Simpsonville, South Carolina, in organization.*	Fed Reg – 04/26/1999 Newspaper – 03/26/1999

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 20, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at Sandy Plains Exchange, 1425 Sandy Plains Road, Marietta, Georgia.	04/07/1999*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at Shamrock Plaza, 3870 North Druid Hills Road, Decatur, Georgia.	04/07/1999*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at Haynes Bridge Village, 9925 Haynes Bridge Road, Alpharetta, Georgia.	04/07/1999*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at King Plaza, 885 Woodstock Road, Suite 100, Roswell, Georgia.	04/07/1999*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at Lenox Courtyard, 3535 Peachtree Road, Atlanta, Georgia.	04/07/1999*
Branch	The Community Bank, Nashville, Tennessee, to establish a branch located at 109 Holiday Court, Suite C-5, Franklin, Tennessee.	04/15/1999*

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	BancTenn Corp., Kingsport, Tennessee, to acquire Paragon Commercial Bank, Raleigh, North Carolina (in organization).	Fed Reg – 04/19/1999*

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>
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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 20, 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	FM Fincorp Laotto, Indiana By Louis and Mary M. Peduto	Fed Reg – 2/26/1999 Newspaper – 3/17/1999
CIC	Evans Bancshares, Inc. Evansdale, Iowa By Leroy L. Gray	Fed Reg – 3/11/1999 Newspaper – 3/25/1999
3(a)(1)	Southeast Bancshares, Inc.* Mediapolis, Iowa Southeast Security Bank Mediapolis, Iowa	Fed Reg – 4/8/1999 Newspaper – 4/5/1999
3(a)(3)	F & M Bancorporation, Inc.* Kaukauna, Wisconsin CBE, Inc. Elkhorn, Wisconsin Community Bank of Elkhorn Elkhorn, Wisconsin	Fed Reg – 4/16/1999 Newspaper – N/Avail
3(a)(3)	F & M Merger Corporation* Kaukauna, Wisconsin CBE, Inc. Elkhorn, Wisconsin Community Bank of Elkhorn Elkhorn, Wisconsin	Fed Reg – 4/16/1999 Newspaper – 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)	Iowa Community Bancorp, Inc.* Creston, Iowa Union-Adams Bancorp Creston, Iowa Iowa State Savings Bank Creston, Iowa	Fed Reg – 4/16/1999 Newspaper – N/Avail
3(a)(3)	Foresight Financial Group, Inc.* Freeport, Illinois State Bank FFG (in organization) Freeport, 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>
4(c)(8)	Northwest Financial Corporation Spencer, Iowa Gateway Savings Bank (in organization) Ankeny, Iowa	Fed Reg – 4/7/1999
4(c)(8)	National Australia Bank Limited Melbourne, Australia First Chicago NBD Mortgage Company Troy, Michigan	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 20, 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)	Notice by Rich Land Bancorp, Inc., Olney, Illinois, to acquire Cisne State Bank, Cisne, Illinois.*	Newspaper – 4/14/1999 Fed Reg – 4/16/1999

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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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>
28349	Bank of Mulberry Mulberry, Arkansas	11/30/1998	3/15/1999	S		X
87944	Midsouth Bank Jonesboro, Arkansas	11/30/1998	3/19/1999	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, March 20, 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 number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, March 20, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) / 5(d)(3) / Branch	Union Colony Bank, Greeley, Colorado, to purchase the assets and assume the liabilities of the Brighton, Colorado, branches of World Savings and Loan Association, and World Savings Bank, FSB, both of Oakland, California; and incident thereto, establish additional branches.	Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Swedish-American Bancshares, Inc., Courtland, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Swedish-American Bank, Courtland, Kansas.	Newspaper – N/Avail Fed Reg – 04/16/1999

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>
4(c)(8)	Stockgrowers Bancorporation, Ashland, Kansas, to acquire 100 percent of Howell Insurance Agency, Ashland, Kansas, and thereby indirectly engage in insurance related activities.
4(c)(8)	Centennial Bank Holdings, Eaton, Colorado, to form a limited liability company and thereby indirectly engage in extending credit activities.

Section V – Availability of CRA public evaluations

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

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

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, March 20, 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)	Violeta Investments, Ltd., Hebronville, TX, to acquire Hebronville State Bank, Hebronville, TX* (Previously reported the week ending March 13, 1999)	Fed Reg – 04/12/1999 Newspaper – 04/10/1999
3(a)(1)	Bank of De Soto, N.A., Employee Stock Ownership Trust, De Soto, TX, to acquire Dbancorp, De Soto, TX, and Bank of De Soto, N.A., De Soto, TX* (Previously reported the week ending March 13, 1999)	Fed Reg – 04/12/1999 Newspaper – 04/05/1999
3(a)(3)	Roxton Corporation Employee Stock Ownership Plan, Waco, TX, to acquire The Roxton Corporation, Celeste, TX, and The First Bank, Roxton, 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>
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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, March 20, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	First Security Bank of Nevada, Las Vegas, Nevada, to merge with Comstock Bank, Reno, Nevada. *	Newspaper – 04/05/1999
18(c)	First Security Bank of Nevada, Las Vegas, Nevada, to merge with Nevada Banking Company, Stateline, Nevada. *	Newspaper – 04/05/1999
Branch	The Bank of Orange County, Fountain Valley, California, to establish a branch office at 12070 Telegraph Road, Santa Fe Springs, California. *	Newspaper – 04/04/1999
Branch	The Bank of Orange County, Fountain Valley, California, to establish a branch office at 8345 East Firestone Boulevard, Downey, California. *	Newspaper – 04/05/1999

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Belvedere Capital Partners LLC, to become a bank holding company by acquiring California Community Financial Institutions Fund, L.P., both of San Francisco, California. *	Newspaper – 04/12/1999 Fed Reg – 04/09/1999
3(a)(5)	First Security Corporation, Salt Lake City, Utah, to merge with Comstock Bancorp, Reno, Nevada. *	Newspaper – 04/05/1999 Fed Reg – 04/02/1999
3(a)(5)	First Security Corporation, Salt Lake City, Utah, to merge with XEON Financial Corporation, Stateline, Nevada. *	Newspaper – 04/05/1999 Fed Reg – 04/02/1999
CIC	Milton and Arlene Herbert, Myrtle Creek, Oregon, to increase their ownership in Umpqua Holdings Corporation, Roseburg, Oregon. *	Newspaper – N/Avail Fed Reg – 04/12/1999

* 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>
4(c)(8)	Notice from United Bancorp, Roseburg, Oregon, to engage in mortgage lending activities through DNB Mortgage Company, Roseburg, Oregon.
COM	The San Francisco Company, San Francisco, California, to terminate commitments in connection with the proposed re-incorporation under Delaware law.
3(a)(5)(C)	First Bancshares, Inc., to become a bank holding company through the acquisition of First Bank of San Luis Obispo, both of San Luis Obispo, California.
4(c)(8)	Wells Fargo & Company, San Francisco, California, to indirectly acquire 12.74 percent of Payment Net Inc., Pleasanton, California, through Norwest Services, Inc.

Section V – Availability of CRA public evaluations

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

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SN = Substantial noncompliance

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for Quarter of

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