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# Federal Reserve Release

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*H.2*

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

*No. 13*

*Week Ending March 27, 1999*

### **Testimony And Statements**

Bankruptcy Reform Act of 1998 -- statement by Governor Gramlich before the Senate Committee on Banking, Housing, and Urban Affairs, March 25, 1999.

- Authorized, March 23, 1999

Hedge funds -- statement by Governor Meyer before the Subcommittee on Financial Institutions and Consumer Credit of the House Committee on Banking and Financial Services, March 24, 1999.

- Published, March 24, 1999

Technology in financial systems -- written statement submitted to the Subcommittee on Capital Markets, Securities and Government Sponsored Enterprises of the House Committee on Banking and Financial Services, March 25, 1999.

- Published, March 25, 1999

### **Bank Holding Companies**

Bay Port Financial Corporation, Bay Port, Michigan -- to acquire Bay Port State Bank.

- Approved, March 22, 1999

Deutsche Bank AG, Frankfurt, Germany, and Bankers Trust Corporation, New York, New York -- petition by a requester for review of the Vice Chair's determination under the Freedom of Information Act.

- Denied, March 23, 1999

### **Banks, Nonmember, And Miscellaneous Institutions**

Benedict College, Columbia, South Carolina -- determination that Benedict College would not become a bank holding company as a result of its investment in Victory State Bank.

- Granted, March 24, 1999

### **Regulations And Policies**

Regulation CC -- final amendments to liberalize merger transition provisions to address certain year 2000 issues (Docket No. R-1027).

- Approved, March 17, 1999 (AC)

Regulations H, K, and Y -- withdrawal of proposed "Know Your Customer" regulation.

- Approved, March 23, 1999

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

**Bank Branches, Domestic**

## St. Louis

MidSouth Bank, Jonesboro, Arkansas -- to establish a branch at 306 Elder Street, Bay, Arkansas.

- Approved, March 24, 1999

## San Francisco

Millennium Bank, San Francisco, California -- to establish a branch at 1111 Broadway, Oakland, California.

- Approved, March 24, 1999

## Philadelphia

Prime Bank, Philadelphia, Pennsylvania -- to establish branches at 12 Chestnut Road, Paoli, Pennsylvania; 473 York Road, Warminster; and 1401 Dreshertown Road, Dresher.

- Approved, March 22, 1999

## Atlanta

Republic Security Bank, West Palm Beach, Florida -- to establish a branch at 1 North Federal Highway, Boca Raton, Florida.

- Approved, March 23, 1999

## Richmond

Shore Bank, Onley, Virginia -- to establish a branch at 118 Dunne Avenue, Parksley, Virginia.

- Approved, March 22, 1999

## New York

Solvay Bank, Solvay, New York -- to establish a branch at Peter's Plaza, Route 11, North Syracuse, New York.

- Approved, March 25, 1999

**Bank Holding Companies**

Kansas City

Archer, Inc., Central City, Nebraska, and Osceola Insurance, Inc. -- to acquire shares of Papillion Bank, Papillion, Nebraska.  
- Approved, March 25, 1999

Philadelphia

Bryn Mawr Bank Corporation, Bryn Mawr, Pennsylvania -- to acquire Joseph W. Roskos & Co., King of Prussia, Pennsylvania, and provide financial and investment advisory services.  
- Approved, March 24, 1999

Kansas City

Centennial Bank Holdings, Inc., Eaton, Colorado -- to acquire shares of Centennial Bankers Mortgage, L.L.C., and engage in originating residential mortgage loans.  
- Approved, March 24, 1999

Atlanta

Citizens Corporation, Columbia, Mississippi -- to merge with Walthall Capital Group, Inc., Tylertown, Mississippi, and acquire Walthall Citizens Bank.  
- Approved, March 26, 1999

Cleveland

Classic Bancshares, Inc., Ashland, Kentucky -- waiver of application to acquire Citizens Bank, Grayson, in Grayson, Kentucky.  
- Granted, March 25, 1999

Kansas City

Farm and Home Insurance Agency, Inc., Lyons, Nebraska -- to merge with Oakland Financial, Inc., Oakland, Nebraska, and acquire Farmers and Merchants National Bank and Tri-County Insurance, Inc., and engage in insurance activities in a town with a population of less than 5000.  
- Approved, March 25, 1999

Atlanta

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

**Bank Holding Companies**

Richmond

First Community Financial Corporation, Burlington, North Carolina -- to acquire Community Savings Bank, Inc., SSB, Burlington, North Carolina.  
- Approved, March 23, 1999

Kansas City

Gold Banc Corporation, Inc., Leawood, Kansas -- to acquire CompuNet Engineering, L.L.C., Overland Park, Kansas, and engage in data processing and management consulting activities.  
- Approved, March 22, 1999

Chicago

J. Carl H. Bancorporation, Earlring, Iowa -- to engage de novo in insurance activities.  
- Returned, March 26, 1999

St. Louis

Kentucky National Bancorp, Inc., Elizabethtown, Kentucky -- to acquire Kentucky National Bank.  
- Approved, March 24, 1999

Kansas City

Local Financial Corporation, Oklahoma City, Oklahoma -- to acquire Local Oklahoma Bank, N.A.  
- Approved, March 25, 1999

Atlanta

Marine Bancshares, Inc., Naples, Florida -- to acquire Marine National Bank of Naples.  
- Approved, March 22, 1999

Chicago

Northwest Financial Corporation, Spencer, Iowa -- to acquire Gateway Savings Bank, Ankeny, Iowa.  
- Returned, March 24, 1999

### **Bank Holding Companies**

#### Kansas City

Pawnee Bancshares, Inc., Larned, Kansas -- change in bank control.  
- Permitted, March 24, 1999

#### Secretary

Popular, Inc., Hato Rey, Puerto Rico, and Popular Cash Express, Inc., Oak Park, Illinois -- to acquire assets and liabilities of seven offices of B.A.F.A., L.L.C., d/b/a Telemex, Phoenix, Arizona, and engage in providing check cashing, money transmission, utility bill payment, and foreign currency exchange services, and selling postage stamps, money orders, and prepaid phone cards.  
- Approved, March 25, 1999

#### Richmond

South Branch Valley Bancorp, Inc., Moorefield, West Virginia -- to acquire Shenandoah Valley National Bank, Winchester, Virginia.  
- Approved, March 25, 1999

### **Bank Mergers**

#### Kansas City

Adams Bank & Trust Company, Ogallala, Nebraska -- to merge with Bank of Indianola, Indianola, Nebraska.  
- Approved, March 24, 1999

#### Kansas City

Pinnacle Bank, Papillion, Nebraska -- to merge with Gretna State Bank, Gretna, Nebraska.  
- Approved, March 25, 1999

### **Banks, State Member**

#### Director, BS&R

Main Street Bank, Reading, Pennsylvania -- transfer agent registration.  
- Approved, March 24, 1999

### **Change In Bank Control**

#### Chicago

FM Fincorp, Laotto, Indiana -- change in bank control.  
- Permitted, March 24, 1999

#### Chicago

Midstates Bancshares, Inc., Harlan, Iowa -- change in bank control.  
- Permitted, March 26, 1999

#### Kansas City

Osawatomie Agency, Inc., Osawatomie, Kansas -- change in bank control.  
- Permitted, March 24, 1999

#### Dallas

Pioneer Bancshares, Inc., Fredericksburg, Texas -- change in bank control.  
- Permitted, March 26, 1999

#### Kansas City

Sunflower Banks, Inc., Salina, Kansas -- change in bank control.  
- Permitted, March 23, 1999

### **Competitive Factors Reports**

#### Chicago

Anchor BanCorp Wisconsin, Inc., Madison, Wisconsin -- report on competitive factors of the proposed acquisition of FCB Financial Corporation, Oshkosh, Wisconsin, and Fox Cities Bank.  
- Submitted, March 26, 1999

#### San Francisco

Bank of the West, Walla Walla, Washington -- report on competitive factors of the proposed purchase of the Walla Walla branch of Home Security Bank.  
- Submitted, March 24, 1999

#### Boston

Bank of Western Massachusetts, Springfield, Massachusetts -- report on competitive factors of the proposed merger with United Bank, Greenfield, Massachusetts.  
- Submitted, March 23, 1999

### **Competitive Factors Reports**

#### Atlanta

Citizens Bank, Vienna, Georgia -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Blackshear, Georgia, branch of First Georgia Bank, Brunswick.

- Submitted, March 24, 1999

#### San Francisco

East-West Bank, San Marino, California -- report on competitive factors of the proposed merger with First Central Bank, Cerritos, California.

- Submitted, March 24, 1999

#### Richmond

First Century Bank, National Association, Bluefield, West Virginia -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Hinton, West Virginia, branch of City National Bank of West Virginia, Charleston.

- Submitted, March 22, 1999

#### Atlanta

First National Bank of Grady County, Cairo, Georgia -- report on competitive factors of the proposed merger with CCBG Interim National Bank.

- Submitted, March 24, 1999

#### Boston

First Vermont Bank and Trust Company, Brattleboro, Vermont -- report on competitive factors of the proposed merger with Woodstock National Bank, Woodstock, Vermont.

- Submitted, March 18, 1999 (AC)

#### San Francisco

Home National Bank, Scottsdale, Arizona -- report on competitive factors of the proposed merger with Home National Bank, Arkansas City, Kansas, and Home National Bank, Blackwell, Oklahoma.

- Submitted, March 25, 1999



**Competitive Factors Reports**

Boston

Liberty Bank, Middletown, Connecticut -- report on competitive factors of the proposed acquisition of the Middletown branch of New Haven Savings Bank, New Haven.

- Submitted, March 26, 1999

New York

North Country Savings Bank, Ogdensburg, New York -- report on competitive factors of the proposed acquisition of Canton Federal Savings and Loan Association, Canton, New York.

- Submitted, March 22, 1999

St. Louis

Simmons First Bank of Northwest Arkansas, Rogers, Arkansas -- report on competitive factors of the proposed merger with Bank of Lincoln, Lincoln, Arkansas.

- Submitted, March 25, 1999

Atlanta

Southern Exchange Bank, Tampa, Florida -- report on competitive factors of the proposed merger with City First Bank.

- Submitted, March 24, 1999

St. Louis

Union Planters Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed merger with First Mutual Bank, S.B., Decatur, Illinois.

- Submitted, March 24, 1999

St. Louis

Union Planters Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed merger with Republic National Bank of Miami, Coral Gables, Florida.

- Submitted, March 25, 1999

St. Louis

Union Planters Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed merger with First National Bank of Wetumpka, Wetumpka, Alabama.

- Submitted, March 25, 1999

**Extensions Of Time**

Minneapolis

American Bank of Montana, Bozeman, Montana -- extension to April 22, 2000, to establish a branch at 501 East Main Street.

- Granted, March 25, 1999

Director, BS&R

Dresdner Bank AG, Frankfurt, Germany -- extension to December 31, 1999, to complete the divestiture of certain investments held by The KB Mezzanine Fund I, L.P.

- Granted, March 24, 1999

Cleveland

F.N.B. Corporation, Hermitage, Pennsylvania -- extension to June 25, 1999, to acquire shares of Sun Bancorp, Inc., Selinsgrove, Pennsylvania.

- Granted, March 23, 1999

Dallas

Farmers Bancshares, Inc., Center, Texas -- extension to May 31, 1999, to acquire Carthage Bancshares, Inc., Carthage, Texas, and First National Bank.

- Granted, March 25, 1999

St. Louis

Fifth Third Bank of Kentucky, Inc., Louisville, Kentucky -- extension to June 30, 1999, to establish a branch at Hamburg Place, I-75 and Man-O-War Boulevard, Lexington, Kentucky.

- Granted, March 24, 1999

Chicago

First American Bank, Ames, Iowa -- extension to April 3, 2000, to establish a branch at 520 Grand Avenue.

- Granted, March 25, 1999

Kansas City

First Commerce Bancshares of Colorado, Inc., Colorado Springs, Colorado -- extension to June 30, 1999, to acquire First Commerce Bank of Colorado, N.A.

- Granted, March 24, 1999

**Extensions Of Time**

Kansas City

First Commerce Bancshares, Inc., Lincoln, Nebraska -- extension to June 30, 1999, to acquire First Commerce Bancshares of Colorado, Inc., Colorado Springs, Colorado.

- Granted, March 24, 1999

New York

Summit Bank, Hackensack, New Jersey -- extension to March 28, 2000, to establish branches at Edward's Supermarket, 1556 North Olden Avenue, Trenton, New Jersey, and Pathmark Supermarket, Route 1 and Emmons Drive, West Windsor.

- Granted, March 24, 1999

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 27, 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>	
Regulation K	State Street Corporation, Boston, Massachusetts - notification filed pursuant to section 211.5(c)(3) to make an investment in State Street International Holdings, Boston, Massachusetts, the proceeds of which would be invested in European Financial Data Services Limited, Brentwood, England	

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

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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.

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

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**Section VI – CRA examinations scheduled for**

**Quarter of**

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 27, 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
Branch	Bank of New York, New York, New York, to establish branch offices at: (i) 80 Elm Street, New Canaan, Connecticut, and (ii) 18 Wilton Road, Westport, Connecticut.*	Newspaper – 04/07/1999

\* Subject to the provisions of the Community Reinvestment Act

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

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

#### Section III – Applications subject to Federal Register notice only

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

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

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

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

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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.

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

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**Section VI – CRA examinations scheduled for**

**Quarter of**

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

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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, March 27, 1999

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

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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

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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 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 27, 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)	Received application from Fifth Third Bancorp, Cincinnati, OH on 03/24/1999 to acquire up to 13.000 percent of the outstanding voting shares of Michigan Community Bancorp Limited, Sterling Heights, MI.*	Fed Reg – 04/23/1999

#### 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)	Received notification from KeyCorp, Cleveland, OH on 03/22/1999 of its intent to acquire substantially all of the assets relating to the business of NTH Holdings, Inc., Raleigh, NC and its subsidiaries, Trident Securities, Inc., and Trident Financial Corporation.	04/12/1999

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

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

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**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.

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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						

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

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

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## District 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 27, 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>
4(c)(8)	Sandy Spring Bancorp, Inc., Olney, Maryland, to acquire up to 15% of the voting shares of Equitable Federal Savings Bank, Wheaton, Maryland.*	Fed Reg – 04/23/1999 Newspaper – N/Avail

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

#### Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	
3(a)(1)	Southcoast Financial Corporation, Mt. Pleasant, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares Southcoast Community Bank, Mt. Pleasant, South Carolina.	
Member	Clemson Bank & Trust, Clemson, South Carolina, for membership in the Federal Reserve System.	

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

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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.

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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>
711520	Miners Exchange Bank 483 Front Street Coeburn, Virginia 24230	01/11/1999	03/25/1999	O		X

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

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*Institution* *Location*

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None

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# District 6

## Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 27, 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)	Centon Bancorp, Inc., Richton, Mississippi, to become a bank holding company by acquiring Richton Bank and Trust Company, Richton, Mississippi.	N/Avail*

\*Subject to provisions of the Community Reinvestment Act

### Section III – Applications subject to Federal Register notice only

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

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

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

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

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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 27, 1999

#### 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 435 West Main Zeeland, Michigan	Newspaper – 4/3/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Bloomfield Hills Bancorp, Inc.* Bloomfield Hills, Michigan Bank of Rochester (in organization) Rochester, Michigan	Fed Reg – 3/18/1999 Newspaper – 4/4/1999
3(a)(3)	Goodenow Bancorporation* Okoboji, Iowa Southwest State Bank Windom, Minnesota	Fed Reg – 3/18/1999 Newspaper – 4/3/1999
3(a)(1)	Midwest Bancorporation, Inc.* Okoboji, Iowa Southwest State Bank Windom, Minnesota	Fed Reg – 3/18/1999 Newspaper – 4/3/1999
3(a)(3)	Foresight Financial Group, Inc.* Freeport, Illinois State Bank FFG (in organization) Freeport, Illinois	Fed Reg – 4/12/1999 Newspaper – N/Avail
CIC	Evans Bancshares, Inc. Evansdale, Iowa By Leroy L. Gray	Fed Reg – 3/11/1999 Newspaper – 3/29/1999
CIC	Fairmount Bancorp, Inc. Fairmount, Illinois By James V. Antonacci, Richard K. McCord, Charles E. Robbins and Richard H. Levi	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>
4(c)(8)	Republic Bancorp, Inc. Ann Arbor, Michigan D&N Financial Corporation Hancock, Michigan D&N Bank Hancock, Michigan D&N Capital Corporation Hancock, Michigan D&N Mortgage Corporation Hancock, Michigan	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)	National Australia Bank Limited Melbourne, Australia First Chicago NBD Mortgage Company Troy, Michigan	Fed Reg – 4/12/1999
4(c)(8)	Bank of Montreal Toronto, Canada To engage in trading, investment and other activities through Nesbitt Burns Securities, Inc.	Fed Reg – N/Avail
4(c)(8)	Bankmont Financial Corp. Chicago, Illinois To engage in trading, investment and other activities through Nesbitt Burns Securities, Inc.	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

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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.

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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>
836544	Columbus Junction State Bank 134 Main Street Columbus Junction, Iowa 52738 (319) 728-2436	11/13/1998	3/23/1999	S		X

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 27, 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)	Notice by First Financial Banc Corporation, El Dorado, Arkansas, to become a bank holding company upon the conversion of its existing thrift subsidiary, First Federal Bank, F.S.B., El Dorado, Arkansas, to a state chartered bank under the new name First Financial Bank.*	Newspaper – 4/22/1999 Fed Reg – 4/16/1999
4(c)(8)	Notice by NBC Capital Corporation, Starkville, Mississippi, to acquire FFBS Bancorp, Inc., and its thrift subsidiary, First Federal Bank for Savings, Columbus, Mississippi.*	Newspaper – 4/21/1999 Fed Reg – 4/23/1999
3(a)(1)	Notice by MHBC Investments Limited Partnership, Little Rock, Arkansas, to acquire Bank of England, England, Arkansas.*	Newspaper – 4/20/1999 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>
None		

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

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<i>Type</i>	<i>Application</i>
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None
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**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.

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

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None
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**Section VI – CRA examinations scheduled for** **Quarter of**

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<i>Institution</i>	<i>Location</i>
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None
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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, March 27, 1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Central Savings Bank, Sault Ste. Marie, Michigan, to purchase the assets and assume the liabilities of the Rudyard, Michigan and Cedarville, Michigan branches of North Country Bank & Trust, Manistique, Michigan and incident thereto establish two branches.*	N/Avail.

\* 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)	Ideal Bancshares, Inc., West Fargo, North Dakota, for prior approval to become a bank holding company through its acquisition of 100% of the voting shares of First State Bank of Goodrich, Goodrich, North Dakota.	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**

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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.

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

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

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

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## District 10

### Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, March 27, 1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Bank of Belen, Belen, New Mexico, to establish an additional branch at 394 Rio Communities Boulevard, Belen, New Mexico.	Newspaper – 03/25/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Marquis Savage, Denver, Colorado, Alan Sauvage, Las Vegas, Nevada, and Sauvage Stock Trust, Las Vegas, Nevada, to retain voting shares of West Point Bancorp, Inc., West Point, Nebraska; and thereby retain control of Dakota County State Bank, South Sioux City, Nebraska, Farmers & Merchants State Bank of Wayne, Wayne, Nebraska, and Farmers and Merchants National Bank, West Point, Nebraska.	Newspaper – N/Avail Fed Reg – 04/16/1999
CIC	Thomas J. Pinnick, Ulysses, Kansas, to retain voting shares of Resource One, Inc., Ulysses, Kansas; and thereby retain control of Grant County Bank, Ulysses, Kansas.	Newspaper – 04/07/1999 Fed Reg – 04/13/1999

#### 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**

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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.

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

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

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

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# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, March 27, 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)	Roxton Corporation Employee Stock Ownership Plan, Waco, TX, to acquire The Roxton Corporation, Celeste, TX, and The First Bank, Roxton, TX* (Previously reported the week ending March 20, 1999)	Fed Reg – 04/19/1999 Newspaper – 04/11/1999

\*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)(1)	South Texas Bancorp Inc., Hebbbronville, TX, to acquire South Texas Bancorp of Delaware, Inc., Wilmington, DE, and Hebbbronville State Bank, Hebbbronville, TX*
3(a)(1)	South Texas Bancorp of Delaware, Inc., Wilmington, DE, to acquire Hebbbronville State Bank, Hebbbronville, TX*

\*Subject to the provisions of the Community Reinvestment Act

**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:

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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>
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 27, 1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Farmers & Merchants Bank of Rockford, Spokane, Washington, to establish a branch office at 933 E. Mission, Spokane, Washington. *	Newspaper – 04/04/1999

\* Subject to the provisions of the Community Reinvestment Act

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

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

### Section III – Applications subject to Federal Register notice only

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

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

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

## Section V – Availability of CRA public evaluations

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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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**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.

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

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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