
Federal Reserve Release



H.2

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

No. 16

Week Ending April 17, 1999

Testimony And Statements

Year 2000 issues -- statement by Governor Kelley before the House Committee on Banking and Financial Services, April 13, 1999.

- Published, April 13, 1999

Bank Holding Companies

Community Capital Bancshares, Inc., Albany, Georgia -- to acquire Albany Bank & Trust, N.A.

- Approved, April 12, 1999

Banks, Foreign

Banco de Credito e Inversiones, S.A., Santiago, Chile -- to establish an agency in Miami, Florida.

- Approved, April 12, 1999

Regulations And Policies

Interagency Statement on Branch Closings -- Amendments to reflect changes in the law.

- Approved, April 16, 1999

BS&R Banking Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment
IF International Finance
OSDM Office of Staff Director for Management

Bank Branches, Domestic

New York

The Chase Manhattan Bank, New York, New York -- to establish a branch at Pathmark Supermarket, 160 East 125th Street Street, New York, New York.
- Approved, April 13, 1999

Chicago

First Community Bank, Harbor Springs, Michigan -- to establish a branch at 1116 East State Street, Cheboygan.
- Approved, April 15, 1999

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 1425 Sandy Plains Road, Marietta; 3870 Druid Hills Road, Decatur; 9925 Haynes Bridge Road, Alpharetta; 805 Woodstock Road, Suite 100, Roswell; and 3535 Peachtree Road, Atlanta.
- Approved, April 14, 1999

Bank Holding Companies

Dallas

Bank of De Soto, N.A., Employee Stock Ownership Trust, De Soto, Texas -- to become a bank holding company by acquiring D Bancorp, Inc. and Bank of De Soto, N.A.
- Approved, April 15, 1999

St. Louis

Barret Bancorp, Inc., Barretville, Tennessee -- to acquire additional shares of Somerville Bank and Trust Company, Somerville.
- Approved, April 14, 1999

San Francisco

Belvedere Capital Partners, LLC, San Francisco, California -- to become a bank holding company through acquisition of California Community Financial Institutions Fund Limited Partnership, San Francisco, and thereby indirectly acquire California Financial Bancorp, Newport Beach.
- Approved, April 15, 1999

Bank Holding Companies

Kansas City

Commerce Bancshares, Inc., Adair, Oklahoma -- to merge with Chelsea Bancshares, Inc., Chelsea.

- Approved, April 13, 1999

St. Louis

Community Commercial Bancshares, Inc., Germantown, Tennessee -- to become a bank holding company through acquisition of Community Commercial Bank.

- Approved, April 14, 1999

Atlanta

Community First Bancshares, Inc., New Iberia, Louisiana -- to become a bank holding company through acquisition of Community First Bank.

- Approved, April 14, 1999

San Francisco

First Bancshares, Inc., San Luis Obispo, California -- to become a bank holding company through acquisition of First Bank of San Luis Obispo.

- Approved, April 14, 1999

Richmond

First Citizens Bancorporation of South Carolina, Inc., Columbia, South Carolina -- to acquire The Exchange Bank of South Carolina.

- Approved, April 15, 1999

Cleveland

First Financial Bancorp, Hamilton, Ohio -- to acquire Hebron Bancorp, Inc., Hebron, Kentucky.

- Approved, April 15, 1999

Chicago

First Ottawa Bancshares, Inc., Ottawa, Illinois -- to become a bank holding company through acquisition of shares of First National Bank of Ottawa.

- Approved, April 15, 1999

Bank Holding Companies

San Francisco

Horizon Financial Corporation, Bellingham, Washington -- to acquire by merger Bellingham Bancorporation and thereby acquire Bank of Bellingham.
- Approved, April 14, 1999

Dallas

Mercantile Bancorp, Inc., Dallas, Texas -- to become a bank holding company through acquisition of Mercantile Delaware Bancorp, Inc., Dover, Delaware, and First Mercantile Bank, N.A., Dallas.
- Approved, April 13, 1999

Dallas

Mercantile Delaware Bancorp, Inc., Dover, Delaware -- to become a bank holding company through acquisition of First Mercantile Bank, N.A., Dallas, Texas.
- Approved, April 13, 1999

Chicago

National Australia Bank Limited, Melbourne, Australia -- to acquire indirectly through Homeside Lending, Inc., Jacksonville, Florida, certain assets of First Chicago NBD Mortgage Company, Troy, Michigan.
- Permitted, April 16, 1999

Kansas City

SJN Banc Co., St. John, Kansas -- to acquire St. John National Bank.
- Approved, April 15, 1999

Chicago

Strategic Capital Bancorp, Inc., Champaign, Illinois -- to become a bank holding company through acquisition of Strategic Capital Bank.
- Returned, April 16, 1999

Dallas

Violeta Investments, Ltd., Hebronville, Texas -- to acquire Hebronville State Bank, Hebronville.
- Approved, April 15, 1999

Bank Holding Companies

San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Financial Services, Inc.; and Norwest Financial, Inc., both in Des Moines, Iowa -- proposed purchase of certain assets of TCF National Bank Minnesota; TCF Consumer Financial Services, Inc.; and TCF Financial Services, Inc., all in Minneapolis, Minnesota.
- Approved, April 15, 1999

Banks, State Member

Minneapolis

First Interstate Bank, Billings, Montana -- to purchase certain assets and assume the liabilities of the Helena and Belgrade branches of First National Bank of Montana, Libby.
- Approved, April 15, 1999

Director, BS&R

Security Bank, Coos Bay, Oregon -- transfer agent registration.
- Approved, April 14, 1999

Change In Bank Control

Director, BS&R

American Pacific Bank, Portland, Oregon -- request for relief from a commitment made in connection with a change in bank control.
- Granted, April 14, 1999

St. Louis

Ohio County Bancshares, Inc., Beaver Dam, Kentucky -- change in bank control.
- Permitted, April 14, 1999

Kansas City

Resource One, Inc., Ulysses, Kansas -- change in bank control.
- Permitted, April 16, 1999

San Francisco

Umpqua Holdings Corporation, Roseburg, Oregon -- change in bank control.
- Permitted, April 12, 1999

Competitive Factors Reports

Philadelphia

AEGON, N.V., The Hague, The Netherlands -- report on competitive factors of the proposed acquisition of Transamerica Bank, National Association, New Castle, Delaware.

- Submitted, April 15, 1999

Chicago

American Bank, Fond du Lac, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Princeton and Omro branches of Bank One, Wisconsin, Milwaukee.

- Submitted, April 13, 1999

Richmond

Branch Banking and Trust Company of Virginia, Virginia Beach, Virginia -- reports on competitive factors of the proposed mergers with Bank of Ferrum, Ferrum; Piedmont Trust Bank, Martinsville; and MainStreet Bank (Central Virginia), Richmond (formerly known as Hanover Bank, Mechanicsville).

- Submitted, April 14, 1999

Richmond

Branch Banking and Trust Company of Virginia, Virginia Beach, Virginia -- reports on competitive factors of the proposed mergers with The Bank of Northern Virginia, Arlington; The First National Bank of Clifton Forge, Clifton Forge; Bank of Carroll, Hillsville; First Community Bank of Saltville, Saltville; and The First Bank of Stuart, Stuart.

- Submitted, April 16, 1999

Richmond

Darlington County Bank, Darlington, South Carolina -- report on competitive factors of the proposed merger with Darlington Interim Bank.

- Submitted, April 14, 1999

Dallas

Extraco Banks, N.A., Temple, Texas -- report on competitive factors of the proposed merger with Extraco Banks, N.A., Waco.

- Submitted, April 14, 1999

Competitive Factors Reports

Chicago

First Bank of the Americas, S.S.B., Chicago, Illinois -- report on competitive factors of the proposed purchase of a branch and selected assets and assumption of certain deposit liabilities of Prospect Federal Savings Bank, Worth.

- Submitted, April 15, 1999

Chicago

First National Bank in Viroqua, Viroqua, Wisconsin -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Sparta branch of M&I Bank of La Crosse, La Crosse.

- Submitted, April 14, 1999

Atlanta

First Southern Bank, Boca Raton, Florida -- to establish a branch at 801 U.S. Highway One, North Palm Beach.

- Approved, April 14, 1999

Chicago

First Trust and Savings Bank, Wheatland, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Calamus and Grand Mound branches of Mercantile Bank Midwest, Des Moines.

- Submitted, April 13, 1999

Dallas

Hebbronville State Bank, Hebbronville, Texas -- report on competitive factors of the proposed merger with New Hebbronville State Bank.

- Submitted, April 14, 1999

Chicago

Ionia County National Bank, Ionia, Michigan -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Sunfield, Michigan, branch of Huntington National Bank, Columbus, Ohio.

- Submitted, April 14, 1999

Competitive Factors Reports

Boston

Laconia Savings Bank, Laconia, New Hampshire -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of nine branches of Fleet Bank NH, Manchester.

- Submitted, April 14, 1999

Chicago

Merchants National Bank, Terre Haute, Indiana -- report on competitive factors of the merger with Dulaney National Bank, Marshall, Illinois.

- Submitted, April 14, 1999

Chicago

National Exchange Bank and Trust, Fond du Lac, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Campbellsport, Pardeeville, Randolph, and Cambria branches of Bank One, Wisconsin, Milwaukee.

- Submitted, April 13, 1999

Philadelphia

Sun Bancorp, Inc., Vineland, New Jersey -- report on competitive factors of the proposed establishment of Sun Interim National Bank, Philadelphia; merger of Sun Interim National Bank into Sun National Bank, Vineland; and retention of the former main office location of Sun Interim National Bank.

- Submitted, April 13, 1999

Boston

TFC National Bank, Providence, Rhode Island -- report on competitive factors of the proposed merger with and into Textron National Bank, Costa Mesa, California.

- Submitted, April 9, 1999 (AC)

Chicago

Webster City Federal Bancorp, Webster City, Iowa -- report on competitive factors of the proposed reorganization of W.C.F. Financial, M.H.C. into a two-tier holding company.

- Submitted, April 15, 1999

Competitive Factors Reports

Chicago

Wisconsin Community Bank, Cottage Grove, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Monroe branch of Bank One, Wisconsin, Milwaukee.

- Submitted, April 13, 1999

Extensions Of Time

Director, BS&R

Citigroup Inc., New York, New York -- extension to October 8, 1999, to conform its foreign equity operations under Regulation K.

- Granted, April 7, 1999 (AC)

Atlanta

Great Southern Capital Corporation Employee Stock Ownership Trust, Meridian, Mississippi -- extension to August 4, 1999, to acquire shares of Great Southern Capital Corporation.

- Granted, April 15, 1999

Dallas

Keene Bancorp, Inc., 401(K) Employee Stock Ownership Plan & Trust, Keene, Texas -- extension of time to June 14, 1999, to acquire Keene Bancorp, Inc., and First State Bank.

- Granted, April 14, 1999

St. Louis

McIlroy Bank & Trust, Fayetteville, Arkansas -- extension to December 31, 1999, to establish a branch at 3350 West Wedington Drive.

- Granted, April 14, 1999

Dallas

Overton Financial Corporation, Overton, Texas, and Overton Delaware Corporation, Dover, Delaware -- extension to July 12, 1999, to acquire Longview Financial Corporation, Longview, Texas; Longview Delaware Corporation, Dover, Delaware; First State Bank, Van, Texas; and Longview Bank & Trust Company, Longview.

- Granted, April 12, 1999

Membership

San Francisco

County Bank, Merced, California -- to become a member of the Federal Reserve System.

- Permitted, April 14, 1999

Regulations And Policies

Director, C&CA

Regulation BB -- Statement of the Federal Financial Supervisory Agencies Regarding the Community Reinvestment Act.

- Withdrawn, March 30, 1999 (AC)

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 17, 1999

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, April 17, 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	Summit Bank, Hackensack, New Jersey, to establish a branch office at the Foodtown Supermarket located at 700 Tennent Road, Manalapan, New Jersey.*	Newspaper – 05/05/1999

* 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)	Summit Bancorp, Princeton, New Jersey, and its subsidiary, First Valley Corporation, Bethlehem, Pennsylvania, to acquire Prime Bancorp, Inc., Fort Washington, Pennsylvania (“Prime”), and merge Prime’s subsidiary, Prime Bank, Philadelphia, Pennsylvania, into Summit Bank (Pennsylvania).*	Newspaper – 05/10/1999 Fed Reg – 05/06/1999

* 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)	Barclays PLC, Barclays Bank PLC, both of London, England, Bayerische Hypo-und Vereinsbank AG, Munich, Germany, and Deutsche Bank AG, Frankfurt, Germany, through their affiliates, to establish and operate, through Global Trust Organization, LLC, in global interoperable network of participating financial institutions that will operate as certification authorities.	Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Credit Suisse Group and Credit Suisse First Boston, both of Zurich, Switzerland, to acquire Warburg, Pincus Asset Management Holdings, Inc., New York, New York, and thereby engage in certain nonbanking activities.	Fed Reg – 05/04/1999

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, April 17, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18c	Summit Bank, Bethlehem, PA (the surviving bank) to merge with Prime Bank, Philadelphia, PA	5/10/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3a3	Penn Laurel Financial Corp., Curwensville, PA, to acquire Clearfield Bank and Trust Company, Clearfield, PA	Newspaper - N/Avail Fed. Reg - 5/13/1999

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>
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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.

<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>
2515441	Pocono Community Bank Straudsburg, PA	12/7/1998	4/15/1999	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, April 17, 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>	
Member	Received application on 04/16/1999 from MSB Interim Bank, Minster, OH.	

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, April 17, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	FCNB Bank, Frederick, Maryland, to merge with First Bank of Frederick, Frederick, Maryland.*	Newspaper – 05/13/1999

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)(5)	FCNB Corp, Frederick, Maryland, to merge with First Frederick Financial Corporation, Frederick, Maryland.*	Fed Reg – 05/14/1999 Newspaper – 05/13/1999

*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)	FCNB Corp, Frederick, Maryland, to engage in owning and operating cash dispensing machines in locations owned or leased by unaffiliated third parties and thereby engage in data processing activities.	Fed Reg – 05/14/1999

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

<i>Type</i>	<i>Application</i>	
4(c)(8)	Virginia Commonwealth Financial Corporation, Culpeper, Virginia, to perform trust company functions through a newly organized subsidiary, Virginia Commonwealth Trust Company, Culpeper, Virginia.	

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, April 17, 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)	The Banc Corporation, Birmingham, Alabama, to acquire C&L Bank of Blountstown, Bristol, Florida.	N/Avail*
3(a)(5)	The Banc Corporation, Birmingham, Alabama, to merge with C&L Banking Corporation, Bristol, Florida, and thereby directly acquire C&L Bank of Bristol, Bristol, Florida.	N/Avail*
3(a)(3)	South Alabama Bancorporation, Mobile, Alabama, to acquire Sweet Water State Bancshares, Inc., Sweet Water, Alabama, and thereby indirectly acquire Sweet Water State Bank, Sweet Water, Alabama.	N/Avail*
3(a)(1)	Heartland Bancshares, Inc., Lake Placid, Florida, to become a bank holding company by acquiring Heartland National Bank, Lake Placid, Florida (in organization).	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>
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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.

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

None

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

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 17, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18c & Branch	Old Kent Bank Grand Rapids, Michigan Community First Bank Lansing, Michigan and thereby to establish 16 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)	The Bancorp, Inc.* Cedarburg, Wisconsin Elcho Bancorporation, Inc. Elcho, Wisconsin Northwoods State Bank Elcho, Wisconsin	Fed Reg – 5/14/1999 Newspaper – N/Avail
3(a)(3)	Foresight Financial Group, Inc.* Freeport, Illinois State Bank FFG (in organization) Freeport, Illinois	Fed Reg – 4/12/1999 Newspaper – 4/16/1999
3(a)(3)	Ogden Bancshares, Inc.* Ogden, Iowa Community Bank of Boone (in organization) Boone, Iowa	Fed Reg – 5/10/1999 Newspaper – N/Avail
3(a)(3)	State Financial Services Corporation* Hales Corners, Wisconsin First Waukegan Corporation Waukegan, Illinois Bank of Northern Illinois, N.A. Waukegan, Illinois	Fed Reg – 5/17/1999 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>
4(c)(8)	Old Kent Financial Corporation Grand Rapids, Michigan CFSB Bancorp, Inc. Lansing, Michigan Community First Bank Lansing, 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.

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
827542	Iowa State Bank 102 W. Main Street Calmar, Iowa 52132-0460 (319) 562-3442	12/15/1998	4/13/1999	S		X

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

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, April 17, 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)(5)	Notice by Simmons First National Corporation, Pine Bluff, Arkansas, to acquire NBC Banc Corp., El Dorado, Arkansas.*	Newspaper – 5/15/1999 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>
4(c)(8)	Notice by Sharon Bancshares, Inc., Martin, Tennessee, to acquire American Holdings Investments, Inc., Union City, Tennessee, and thereby engage in lending activities, pursuant to Section 225.28(b)(1) of Regulation Y.	N/Avail.

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

<i>Type</i>	<i>Application</i>	
Member	Notice by First Community Bank, N.A., Conway, Arkansas, to become a state chartered member of the Federal Reserve System.	

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>
2503569	Pinnacle Bank Little Rock, Arkansas	1/4/1999	4/21/1999	N		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, April 17, 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	BANKFIRST, Sioux Falls, South Dakota, to merge with Minnesota BANKFIRST, Minneapolis, Minnesota, and incident thereto establish a branch.*	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>
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.

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 17, 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	Eaton Bank, Eaton, Colorado, to acquire the assets and assume the liabilities of the Loveland, Colorado branch of World Savings and Loan Association and World Savings Bank, FSB, both of Oakland, California.	Newspaper – N/Avail
Branch	Mercantile Bank, Overland Park, Kansas, to establish an additional branch at the corner of North Douglas at Mulberry in the Douglas Square Shopping Center, Lee's Summit, Missouri.	Newspaper – 04/22/1999

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)(1)	Peoples Bank & Trust Holding Company, Ryan, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Peoples Bank & Trust Company, Ryan, Oklahoma.	Newspaper – 05/15/1999 Fed Reg – 05/17/1999
3(a)(3)	Central Financial Corporation, Hutchinson, Kansas, to acquire up to 10 percent of the voting shares of Mid-America Bancshares, Inc., Jewell, Kansas; and thereby indirectly acquire Heartland Bank, N.A., Jewell, Kansas.	Newspaper – 05/08/1999 Fed Reg – 05/03/1999
3(a)(3)	Amoret Bancshares, Inc., Bulter, Missouri, to acquire 100 percent of the voting shares of C.J. Bancshares, Inc., Harrisonville, Missouri; and thereby indirectly acquire Citizens Bank of Missouri, Harrisonville, Missouri.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(3)	FirstBank Holding Company of Colorado, ESOP, and FirstBank Holding Company of Colorado, Inc., both of Lakewood, Colorado, to acquire 100 percent of the voting shares of FirstBank of El Paso County, Colorado Springs, Colorado.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(3)	FirstBank Holding Company of Colorado, ESOP, and FirstBank Holding Company of Colorado, Inc., both of Lakewood, Colorado, to acquire 100 percent of the voting shares of FirstBank of Adams County, Thornton, Colorado.	Newspaper – N/Avail Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Clear Creek Bancorp, Idaho Springs, Colorado, to acquire 100 percent of the voting shares of High Desert State Bank, Albuquerque, New Mexico, a <i>de novo</i> bank in organization.	Newspaper – N/Avail Fed Reg – 05/17/1999
3(a)(3)	Poteau Bancshares, Inc., and First Poteau Corporation, both of Poteau, Oklahoma, to acquire 100 percent of the voting shares of The First State Bank, Wisner, Oklahoma.	Newspaper – 05/06/1999 Fed Reg – 05/14/1999

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)	Guraranty, Inc., Beloit, Kansas, to engage in community development 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.

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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	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, April 17, 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	Phillip G. Newsom, Ennis, TX, only notificant, to acquire an interest in Palmer Bancshares, Inc., Palmer, TX	Fed Reg – 04/21/1999 Newspaper – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, April 17, 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)	Newco Alaska, Inc., Ketchikan, Alaska, to become a bank holding company by acquiring First Bancorp, Inc., Ketchikan, Alaska. *	Newspaper – 05/10/1999 Fed Reg – 05/09/1999
3(a)(3)	Belvedere Capital Partners, Inc., and California Community Financial Institutions Fund Limited Partnership, both of San Francisco, California, to acquire Cerritos Valley Bancorp, Norwalk, California. *	Newspaper – 05/19/1999 Fed Reg – 05/17/1999

* 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)	Wells Fargo & Company, San Francisco, California, Norwest Financial Services, Inc., and Norwest Financial, Inc., both of Des Moines, Iowa, to acquire the assets of TCF National Bank Minnesota, TCF Consumer Financial Services, Inc., and TCF Financial Services, Inc., all of Minneapolis, Minnesota.

Section V – Availability of CRA public evaluations

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

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

Section VI – CRA examinations scheduled for Quarter of

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