
Federal Reserve Release



H.2

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

No. 23

Week Ending June 5, 1999

Forms

Disclosure Requirements in Connection with Regulation CC to Implement the Expedited Funds Availability Act -- extension without revision.

- Approved, June 3, 1999

International Operations

Citibank, N.A., New York, New York -- for its Argentine branch to acquire Provencred 1, Grand Cayman, Cayman Islands, and its subsidiaries.

- Approved, June 1, 1999

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

Bank Branches, Domestic

Atlanta

First Community Bank, Orange City, Florida -- to establish a branch at 400 East Howry Avenue, DeLand.
- Approved, June 2, 1999

Cleveland

Somerset Trust Company, Somerset, Pennsylvania -- to establish a branch at 234 Main Street, Meyersdale.
- Approved, June 2, 1999

Bank Holding Companies

Atlanta

Alabama Bancorporation, Inc., Mobile, Alabama -- to acquire Sweet Water State Bancshares, Inc., Sweet Water, Alabama, and thereby indirectly acquire Sweet Water State Bank.
- Approved, June 3, 1999

Kansas City

Bank Capital Corporation, Strasburg, Colorado -- to acquire Citizens Holding Corporation, Keenesburg, Colorado, and thereby indirectly acquire Citizens State Bank.
- Approved, June 3, 1999

Dallas

Bank United Corp., Houston, Texas, and BNKU Holdings, Wilmington, Delaware -- to become bank holding companies through the acquisition of Texas Central Bancshares, Inc., Dallas; Texas Central Bancshares Delaware, Inc., Wilmington; and Texas Central Bank, N.A.; and for Bank United Corp. to acquire BNKU Holdings.
- Approved, June 3, 1999

Richmond

BB&T Corporation, Winston-Salem, North Carolina -- to acquire Mason-Dixon Bancshares, Inc., Westminster, Maryland.
- Approved, June 2, 1999

Bank Holding Companies

Chicago

Capitol Bancorp, Ltd., Lansing, Michigan -- to acquire shares of Elkhart Community Bank, Elkhart, Indiana, a de novo bank.
- Returned, June 2, 1999

Chicago

Capitol Bancorp, Ltd., Lansing, Michigan, and Sun Community Bancorp Limited, Phoenix, Arizona -- to acquire shares of Desert Community Bank, Las Vegas, Nevada, a de novo bank.
- Returned, June 2, 1999

San Francisco

Castle Creek Capital Partners Fund IIa, LP, Rancho Santa Fe, California; Castle Creek Capital Partners Fund IIb, LP; Eggemeyer Advisory Corp.; WJR Corp.; and Castle Creek Capital LLC -- to acquire shares of Coastal Credit, LLC, Virginia Beach, Virginia.
- Approved, June 2, 1999

St. Louis

Central Bancompany, Inc., Jefferson City, Missouri -- to acquire Mid-Continent Bancshares, Inc., Blue Springs, and thereby indirectly acquire Bank of Jacomo.
- Approved, June 1, 1999

Chicago

Commerce Bancshares, Inc., Waukee, Iowa -- to become a bank holding company through the acquisition of shares of Waukee State Bank.
- Returned, June 3, 1999

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- to acquire Emerald Financial Corp, Strongsville, and thereby acquire its subsidiary, Strongsville Savings Bank.
- Approved, June 2, 1999

St. Louis

First South Bancorp, Inc., Lexington, Tennessee -- to acquire Perry County Holding Company, Linden, Tennessee, and thereby acquire its subsidiary, First State Bank.
- Approved, June 4, 1999

Bank Holding Companies

Minneapolis

First Western Bancorp, Inc., South Dakota -- to acquire the insurance agency assets of Asheim & Associates, Pierre.

- Approved, June 3, 1999

San Francisco

Frontier Financial Corporation, Everett, Washington -- to make a noncontrolling investment in AEA Bancshares, Inc., Seattle.

- Approved, May 28, 1999 (AC)

Cleveland

GLB Bancorp, Mentor, Ohio -- to acquire Maple Leaf Financial, Newbury, Ohio, and thereby acquire its subsidiary, Geauga Savings Bank.

- Approved, June 1, 1999

San Francisco

Home Valley Bancorp, Grants Pass, Oregon -- to engage in mortgage lending activities through Valley Mortgage Funding Corporation.

- Approved, June 3, 1999

Chicago

Indiana Community Bancorp Limited, Goshen, Indiana -- to become a bank holding company through the acquisition of shares of Elkhart Community Bank, Elkhart, a de novo bank.

- Returned, June 2, 1999

Richmond

James Monroe Bancorp, Inc., Arlington, Virginia -- to become a bank holding company through the acquisition of James Monroe Bank.

- Approved, June 2, 1999

St. Louis

LNB Community Bancorp, Lynnville, Indiana -- to become a bank holding company through the acquisition of shares of The Lynnville National Bank.

- Approved, June 1, 1999

Bank Holding Companies

Chicago

Nevada Community Bancorp Limited, Las Vegas, Nevada -- to become a bank holding company through the acquisition of shares of Desert Community Bank, a de novo bank.

- Returned, June 2, 1999

San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Mortgage, Inc., Des Moines, Iowa, and Norwest Ventures, LLC, Des Moines -- to engage in residential mortgage lending through a joint venture with Dickson Realty, Inc., to be known as Norwest Pinnacle Mortgage.

- Approved, June 2, 1999

Bank Mergers

Richmond

City Holding Company, Cross Lanes, West Virginia -- to merge with Frontier Bancorp, Redondo Beach, California.

- Approved, June 1, 1999

Bank Premises

Atlanta

The Brand Banking Company, Lawrenceville, Georgia -- investment in bank premises.

- Approved, June 1, 1999

Change In Bank Control

Minneapolis

Florence Bancorporation, Florence, Wisconsin -- change in bank control.

- Permitted, June 4, 1999

Competitive Factors Reports

New York

The Atlantic Bank of New York, New York, New York -- to acquire certain assets and assume certain liabilities of branches of National Bank of Greece, S.A., Athens, Greece, in Boston and Cambridge, Massachusetts.

- Submitted, June 1, 1999

Competitive Factors Reports

Dallas

Bank United of Texas, FSB, Houston, Texas -- report on competitive factors of the proposed merger with Texas Central Bank, N.A., Dallas.
- Submitted, June 3, 1999

Atlanta

Britton & Koontz First National Bank, Natchez, Mississippi -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Vicksburg branch of Union Planters Bank, National Association, Memphis, Tennessee.
- Submitted, June 2, 1999

Atlanta

C&L Bank of Bristol, Bristol, Florida -- report on competitive factors of the proposed merger with C&L Bank of Blountstown, Blountstown.
- Submitted, May 26, 1999 (AC)

Atlanta

Citrus Bank, Orlando, Florida -- report on competitive factors of the proposed merger with Citizens First National Bank, Crescent City.
- Submitted, May 26, 1999 (AC)

Atlanta

Crescent Bank and Trust Company, Jasper, Georgia -- report on competitive factors of the proposed purchase of certain assets and assumption of the liabilities of the Woodstock branch of Tucker Federal Bank, Tucker.
- Submitted, May 26, 1999 (AC)

Atlanta

Dalton Whitfield Bank, Dalton, Georgia -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of three Dalton branches of Colonial Bank, Montgomery.
- Submitted, May 26, 1999 (AC)

Secretary

First American National Bank, Nashville, Tennessee -- report on competitive factors of the proposed merger with Peoples Bank, Dickson.
- Submitted, May 28, 1999 (AC)

Competitive Factors Reports

Atlanta

Hancock Bank of Louisiana, Baton Rouge, Louisiana -- report on competitive factors of the proposed merger with American Security Bank of Ville Platte, Ville Platte.

- Submitted, May 26, 1999 (AC)

Cleveland

The Huntington National Bank, Columbus, Ohio -- report on competitive factors of the proposed merger with Huntington Interim Bank, a de novo bank.

- Submitted, May 26, 1999 (AC)

Dallas

International Bank of Commerce, Zapata, Texas -- report on competitive factors of the proposed acquisition of the Rio Grande City branch of International Bank of Commerce, Laredo.

- Submitted, June 2, 1999

Atlanta

Manufacturers Bank of Florida, Tampa, Florida -- report on competitive factors of the proposed merger with Partners Bank of Florida, FSB.

- Submitted, May 26, 1999 (AC)

Cleveland

Northwest Savings Bank, Warren, Pennsylvania -- report on competitive factors of the proposed acquisition of the Loyalsock, Smithfield Township, and Union City branches of Mellon Bank, Pittsburgh.

- Submitted, May 26, 1999 (AC)

San Francisco

People's Bank of California, Los Angeles, California -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Long Beach and North Hollywood branches of Fidelity Federal Bank, FSB, Glendale.

- Submitted, June 3, 1999

Competitive Factors Reports

Atlanta

Sapelo National Bank, Darien, Georgia -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Brunswick branch of Republic Bank, FSB, St. Petersburg, Florida.

- Submitted, May 26, 1999 (AC)

Cleveland

Strongsville Savings Bank, Strongsville, Ohio -- report on competitive factors of the proposed merger with Fifth Third Bank, Northwestern Ohio, National Association, Toledo.

- Submitted, June 2, 1999

Atlanta

The Bank, Warrior, Alabama -- report on competitive factors of the proposed merger with Bankers Trust of Madison, Madison.

- Submitted, May 26, 1999 (AC)

Extensions Of Time

Director, BS&R

Chittenden Corporation, Burlington, Vermont -- extension to March 31, 2000, to divest a branch in the Rutland market.

- Granted, May 28, 1999 (AC)

St. Louis

Union Bank of Illinois, Swansea, Illinois -- extension to September 4, 1999, to relocate its branch at 200 Collinsville Avenue, East St. Louis, Illinois, and its satellite banking facility at St. Louis Avenue at Eighth Street, to 350 River Park Drive.

- Granted, June 4, 1999

Chicago

Village Bancorp, Inc., Prospect Heights, Illinois -- extension to September 4, 1999, to acquire, through Delta Financial LLC, an interest in Village Mortgage LLC and engage in brokering mortgage loans.

- Granted, June 2, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 5, 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>
Change in Control	The KSB Bancorp, Inc. Employee Stock Ownership Plan, Kingfield, Maine - to increase percentage of ownership of voting shares of KSB Bancorp, Inc., Kingfield, Maine	Newspaper - N/Avail Fed Reg - 6/21/1999
3(a)(3)	Union Bankshares, Inc., Morrisville, Vermont - application to acquire 100% of the voting stock of Citizens Savings Bank & Trust, St. Johnsbury, Vermont	Newspaper - 6/26/1999 Fed Reg - 07/02/1999

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD</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, June 5, 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

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)	Fuji Bank, Ltd., Tokyo, Japan, to acquire through its subsidiary, Heller Financial Inc., Chicago, Illinois, up to 100 percent of the capital stock of HealthCare Financial Partners, Inc., Chevy Chase, Maryland, and thereby engage in lending and related servicing activities.	Fed Reg – N/Avail
4(c)(8)	Westdeutsche Landesbank Girozentrale, Dusseldorf, Germany, to acquire, through its wholly-owned subsidiary, Criterion Investment Management, LLC, 100 percent of the assets of the fixed-income investment management division of Nicholas-Applegate Capital Management, Houston, Texas, and thereby engage in financial and investment advisory activities.	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:

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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>
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, June 5, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Sterling Bank, Mount Laurel, NJ, to establish a branch office at 122 Jackson Road, Medford Township, Burlington County, NJ	07/02/1999

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 05, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notice from Fifth Third Bank, Cincinnati, OH on 06/01/1999 of its intent to establish a branch facility at 7300 Dearwester Dr., Kenwood, OH	06/08/1999
Branch	Received notice from North Valley Bank, Corning, OH on 06/01/1999 of its intent to establish a branch facility at 2775 Maysville Pike, Zanesville, OH.*	06/09/1999
18(c) Branch	Received application from Fifth Third Bank of Central Kentucky, Cynthiana, KY on 06/02/1999 to acquire two offices of Fifth Third Bank, Kentucky, Inc., Louisville, KY located at 100 Main Street and Harrison Square, US 27 South, Cynthiana, KY and incident thereto establish branches.*	N/Avail
18(c) Branch	Received application from Fifth Third Bank, Kentucky, Louisville, KY on 06/02/1999 to merge with Fifth Third Bank of Central Kentucky, Inc., Cynthiana, KY and incident thereto establish branches.*	N/Avail
Branch	Received notice from Wesbanco Bank Wheeling, Wheeling, WV on 05/25/1999 of its intent to establish limited purpose branches which will engage in trust services only to consolidate all Wesbanco trust operations into Wesbanco Bank Wheeling.*	06/05/1999

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

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

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
Member	Received application from Fifth Third Bank of Central Kentucky, Inc., Cynthiana, KY on 06/02/1999 to become a 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>
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, June 5, 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)	BB&T Corporation, Winston-Salem, North Carolina, to acquire Matewan Bancshares, Inc., Williamson, West Virginia.*	Fed Reg – 07/02/1999 Newspaper – 06/28/1999
3(a)(3)	First Union Corporation, Charlotte, North Carolina, to acquire additional shares of United Bancshares, Inc., Philadelphia, Pennsylvania.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Cardinal Financial Corporation, Fairfax, Virginia, to acquire Cardinal Bank-Manassas/Prince William, N.A., Manassas, Virginia, and Cardinal Bank – Dulles, N.A., Reston, Virginia, both organizing banks.*	Fed Reg – N/Avail Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	First South Bancorp, Inc., Spartanburg, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of First South Bank, Spartanburg, South Carolina.
Membership	Bank of the James, Lynchburg, Virginia, an organizing bank, for membership in 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>
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, June 5, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 41 Hughes Road, Madison, Alabama, to be known as the South Madison Office.	06/14/1999*

*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>
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)	Community Financial Services, Inc., Atlanta, Georgia (Applicant), to organize Internet Banking Communications, LLC, Atlanta, Georgia, which will be 50 percent owned by Applicant and 50 percent owned by Independent Bankers Financial Corp., Irving, Texas, and thereby engage de novo in the development and marketing of software products and related services to financial institutions.	06/24/1999

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Community Banks of the South, Inc., Orlando, Florida, notice to become a bank holding company by acquiring Southern Community Bank, Orlando, Florida.
24A	AuburnBank, Auburn, Alabama, request for increase in bank premises.
3(a)(1)	Premier Bank Holding Company, Tallahassee, Florida, notice to become a bank holding company by acquiring Premier Bank, Tallahassee, Florida.
3(a)(1)	Cumberland Bancorp, Inc., Carthage, Tennessee, commitment waiver request.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD 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>
680130	Citizens Trust Bank Post Office Box 4485 Atlanta, Georgia 30302 (404) 653-2800	1/25/1999	05/16/1999	O		X
497039	Commercial Bank Post Office Box 400 Harrogate, Tennessee 37752 (423) 869-5151	1/11/1999	05/16/1999	O		X

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

Institution

Location

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 5, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Irwin Union Bank and Trust Company Columbus, Indiana 555 W. Crosstown Parkway, Suite 100 Kalamazoo, Michigan	Newspaper – 06/03/1999

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)	Commerce Bancshares, Inc.* Waukeee, Iowa Waukeee State Bank Waukeee, Iowa	Fed Reg – 07/01/1999 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>	<i>Ending date of comment period</i>
S/R	Shorebank Corporation Chicago, Illinois to redeem series B1, B2, C & D stocks	

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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, June 5, 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 First Banks, Inc., St. Louis, Missouri, to acquire Century Bank, Beverly Hills, California.*	Newspaper – 7/5/1999 Fed Reg – N/Avail
3(a)(1)	Notice by Jamesmark Bancshares, Inc., Springfield, Missouri, to acquire Old Missouri National Bank, Springfield, Missouri (in organization).*	Newspaper – 6/25/1999 Fed Reg – 6/25/1999

* 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>	<i>Ending date of comment period</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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 5, 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	Lloyd A. Amundson Qualified Annuity Trust to acquire control of First Sleepy Eye Bancorporation, Inc., Sioux Falls, South Dakota.	Fed Reg - 6/23/1999
CIC	Lloyd A. Amundson Qualified Annuity Trust to acquire control of Lake Benton Bancorporation, Inc., Sioux Falls, South Dakota.	Fed Reg - 6/23/1999
3(a)(5)	Community First Bankshares, Inc., Fargo, North Dakota, for prior approval to merge with Valley National Corporation, El Cajon, California.	Fed Reg - 7/2/1999

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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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						

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, June 5, 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)	J.R. Montgomery Bancorporation, Lawton, Oklahoma, to acquire an additional 11.8 percent of the voting shares of Fort Sill National Bank, Fort Sill, Oklahoma.	Newspaper – 06/19/1999 Fed Reg – 06/18/1999
CIC	Kirk E. Boatright, Anthony R. Stockton, Gary D. Chapman, Harvey L. Chaffin, all of Tahlequah, Oklahoma; Charles R. Bynum and Susan Chapman Plumb, both of Park Hill, Oklahoma, to acquire voting shares of Fort Gibson Bancshares, Inc., Fort Gibson, Oklahoma; and thereby indirectly acquire Fort Gibson State Bank, Fort Gibson, Oklahoma.	Newspaper – 06/23/1999 Fed Reg – 06/22/1999
CIC	Stockmens Limited Partnership, Rushville, Nebraska, to acquire voting shares of Stockmens Financial Corporation, Rushville, Nebraska; and thereby indirectly acquire The Security Bank, Sidney, Nebraska, and The Stockmens National Bank of Rushville, Rushville, Nebraska.	Newspaper – 07/13/1999 Fed Reg – 06/23/1999

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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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>
491251	Central Bank of Missouri Sedalia, Missouri	03/09/1999	05/31/1999			
686459	Exchange Bank of Missouri Fayette, Missouri	03/15/1999	05/31/1999	S		

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, June 5, 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)	Texas United Bancshares, Inc., La Grange, TX, to acquire First State Bank, Dime Box, TX*	Fed Reg – 07/02/1999 Newspaper – 06/20/1999
CIC	Dr. E. Linus Carroll, Jr., Columbia, LA, only notificant, to acquire an interest in Caldwell Holding Company, Columbia, LA* (Previously reported the week ending May 22, 1999)	Fed Reg – 06/14/1999 Newspaper – 06/22/1999
3(a)(1)	Peoples Bancorp, Inc., Lubbock, TX, to acquire Peoples Bancorp of Delaware, Inc., Dover, DE, Lorenzo Bancshares, Inc., Lorenzo, TX, and Lorenzo State Bank at Lorenzo, Lorenzo, TX* (Previously reported the week ending May 29, 1999)	Fed Reg – 07/01/1999 Newspaper – 06/26/1999
3(a)(1)	Peoples Bancorp of Delaware, Inc., Dover, DE, to acquire Lorenzo Bancshares, Inc., Lorenzo, TX, and Lorenzo State Bank at Lorenzo, Lorenzo, TX* (Previously reported the week ending May 29, 1999)	Fed Reg – 07/01/1999 Newspaper – 06/26/1999

*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>
4(c)(8)	Independent Bankers Financial Corp., Irving, TX to acquire Internet Banking Communications, LLC, Atlanta, GA, and thereby engage in data processing activities	Fed Reg – 06/25/1999

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

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

Section V – Availability of CRA public evaluations

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<i>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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 5, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Hacienda Bank, Santa Maria, California to establish a branch office at 671 Teft Street, Nipomo, California.*	Newspaper – 06/10/1999
Branch	Bank of Utah, Ogden, Utah to establish a branch office at 9308 South State Street, Sandy, Utah .*	Newspaper – 06/10/1999
18(c)	County Bank, Merced, California, to merge with Town and Country Finance and Thrift, Turlock, California.*	Newspaper – 07/13/1999

* 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>
4(c)(8)	Banque Nationale de Paris, Paris, France to acquire certain equity securities of Charter Atlantic Corporation, New Yor, New York.	Fed Reg – 06/23/1999

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

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

Section V – Availability of CRA public evaluations

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<i>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	
