
Federal Reserve Release



H.2

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

No. 41

Week Ending October 9, 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

Colonial Bank, Montgomery, Alabama -- to establish a branch at 1201 Maple Street, Carrollton, Georgia.

- Approved, October 6, 1999

Secretary

Compass Bank of Birmingham, Birmingham, Alabama -- to establish branches in Albertson's stores at the intersections of 83rd and Deer Valley, Peoria, Arizona; Silverbell and Speedway, Tucson; Stanley and University, Mesa; Cooper and Ray Road, Phoenix; in K-Mart at 7055 East Broadway, Tucson; and in an office building at 2850 East Camelback, Phoenix.

- Approved, October 7, 1999

Cleveland

Fifth Third Bank of Central Ohio, Columbus, Ohio -- to establish a branch at 5161 Hampsted Village Way, New Albany.

- Approved, October 8, 1999

Chicago

Irwin Union Bank & Trust Company, Columbus, Indiana -- to establish a branch at 300 North Meridian Street, Indianapolis.

- Approved, October 4, 1999

Dallas

Lone Star Bank, Houston, Texas -- to establish a branch at 1111 Uptown Boulevard.

- Approved, October 5, 1999

Secretary

Merrill Merchants Bank, Bangor, Maine -- to establish branches on Route 15, Orrington, and on Route 2, Milford.

- Approved, October 4, 1999

Bank Branches, Domestic

Chicago

Salin Bank & Trust Company, Indianapolis, Indiana -- to establish a mobile branch to operate in Lafayette, Fort Wayne, Marion, Kokomo, Logansport, Columbus, and Indianapolis.

- Approved, October 7, 1999

Kansas City

Security State Bank, Basin, Wyoming -- to establish a branch at 221 North 10th Street, Worland.

- Approved, October 8, 1999

Dallas

Texas First Bank, Texas City, Texas -- to establish a branch at 401 Oak Street, La Marque.

- Approved, October 7, 1999

Bank Holding Companies

Richmond

Bank of America Corporation, Charlotte, North Carolina -- to invest in 724 Solutions, Inc., Toronto, Canada, and thereby engage in nonbanking activities.

- Approved, October 8, 1999

San Francisco

Centennial First Financial Services, Redlands, California -- to become a bank holding company through a corporate reorganization involving Redlands Centennial Bank.

- Approved, October 8, 1999

New York

Citigroup, Inc., New York, New York, and Citicorp -- to invest through Citicorp Strategic Technology Corporation in 724 Solutions Inc., Toronto, Canada, and thereby engage in nonbanking activities.

- Approved, October 5, 1999

Bank Holding Companies

Chicago

Citizens Banking Corporation, Flint, Michigan -- to acquire F&M Bancorporation, Inc., Kaukauna, Wisconsin, and thereby acquire its banking subsidiaries and F&M Trust Company.

- Approved, October 7, 1999

San Francisco

GBC Bancorp, Los Angeles, California -- request for waiver of application in connection with the merger of General Bank with General Savings Bank of Washington, Bellevue, Washington, a de novo bank.

- Returned, October 4, 1999

Director, BS&R

Glen Burnie Bancorp, Glen Burnie, Maryland -- transfer agent registration.

- Approved, October 6, 1999

Atlanta

Horizon Bancorporation, Bradenton, Florida -- to become a bank holding company through the acquisition of Horizon Bank, and for Horizon Bank to become a member of the Federal Reserve System.

- Approved, October 8, 1999

St. Louis

Kennett Merger Corporation, Kennett, Missouri -- to become a bank holding company through the acquisition of Kennett Bancshares, Inc., and thereby acquire Kennett National Bank.

- Approved, October 7, 1999

Chicago

North Bancorp, Inc., Gaylord, Michigan -- modification of a commitment.

- Approved, October 4, 1999

Atlanta

Peninsula Bancorp, Inc., Daytona Beach, Florida -- to become a bank holding company through the acquisition of Peninsula Bank of Central Florida.

- Approved, October 7, 1999

Bank Holding Companies

Chicago

Security Bancorp, Monmouth, Illinois -- to become a bank holding company through the acquisition of Security Savings Bank.
- Approved, October 7, 1999

Director, BS&R

SunTrust Banks, Inc., Atlanta, Georgia -- request for an exemption from section 23A of the Federal Reserve Act to merge SunTrust Mortgage, Inc., into Crestar Mortgage Corporation.
- Granted, September 30, 1999 (AC)

Atlanta

Synovus Financial Corp., Columbus, Georgia, and TB&C Bancshares, Inc. -- to merge with Horizon Bancshares, Inc., Pensacola, Florida, and thereby acquire Horizon Bank of Florida.
- Approved, October 4, 1999

Cleveland

TCNB Financial Corporation, Dayton, Ohio -- to acquire The Citizens National Bank of Southwestern Ohio.
- Approved, October 8, 1999

Chicago

WCB Holding Company of Illinois, Inc., Geneva, Illinois -- to become a bank holding company through the acquisition of Winfield Community Bank, Winfield, a de novo bank.
- Approved, October 7, 1999

San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Mortgage, Inc., Des Moines, Iowa; and Southwest Partners, Inc. -- to establish a joint venture, First Com Mortgage, Inc., Palm Springs, California, through the sale of interest to First Com Mortgage, Inc., Palm Desert, and RAS Financial Services, Inc., Palos Verdes Estates.
- Approved, October 4, 1999

Banks, Nonmember, And Miscellaneous Institutions

Dallas

Rollin Plains Production Credit Association, Stamford, Texas -- deregistration under Regulation U.
- Approved, October 6, 1999

Dallas

Texas Production Credit Association, San Angelo, Texas -- deregistration under Regulation U.
- Approved, October 6, 1999

Capital Stock

Chicago

Nichols Bancorp, Inc., Nichols, Wisconsin -- redemption of stock.
- Approved, October 6, 1999

Change In Bank Control

Atlanta

FBT Bancorp, Baton Rouge, Louisiana -- change in bank control.
- Withdrawn, October 5, 1999

Kansas City

Las Vegas Bancorporation, Las Vegas, New Mexico -- change in bank control.
- Permitted, October 5, 1999

Atlanta

Sarasota BanCorporation, Sarasota, Florida -- change in bank control.
- Returned, October 5, 1999

Competitive Factors Reports

Atlanta

The Bank, Warrior, Alabama -- report on competitive factors of the proposed acquisition of the Samson, Kinston, and Opp branches of Community Bank and Trust of Southeast Alabama, Fort Rucker.
- Submitted, September 22, 1999 (AC)

Competitive Factors Reports

Dallas

Central Texas Bank, Gonzales, Texas -- report on competitive factors of the proposed acquisition of a branch in Pleasanton from First National Bank of South Texas, San Antonio.

- Submitted, October 6, 1999

Atlanta

Farmers and Merchants Bank, Summerville, Georgia -- report on competitive factors of the proposed merger with PMB Acquisition Corporation, Atlanta.

- Submitted, September 15, 1999 (AC)

Atlanta

First Commerce Bank, National Association, Commerce, Georgia -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of four branches of The First National Bank of Commerce.

- Submitted, September 15, 1999 (AC)

Richmond

Hamilton Federal Bank, Baltimore, Maryland -- report on competitive factors of the proposed merger with Belmar Federal Savings and Loan Association.

- Submitted, October 8, 1999

Atlanta

Horizon Bank of Florida, Pensacola, Florida -- report on competitive factors of the proposed merger with Bank of Pensacola.

- Submitted, September 15, 1999 (AC)

San Francisco

Humboldt Bank, Eureka, California -- report on competitive factors of the proposed merger with Capitol Thrift & Loan Association, Napa.

- Submitted, October 5, 1999

Atlanta

J.P. Morgan FSB, Palm Beach, Florida -- report on competitive factors of the proposed merger with J.P. Morgan Trust Company of Illinois, Chicago, Illinois; J.P. Morgan Texas, Dallas, Texas; and J.P. Morgan California, Los Angeles, California.

- Submitted, September 15, 1999 (AC)

Competitive Factors Reports

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- report on competitive factors of the proposed merger with Chase Trust Company, Binghamton.
- Submitted, October 5, 1999

Minneapolis

New First Security Bank of Roundup, Roundup, Montana -- report on competitive factors of the proposed merger with First Security Bank of Roundup.
- Submitted, October 8, 1999

Atlanta

PAB Bankshares, Valdosta, Georgia -- report on competitive factors of the proposal to establish PAB Interim Association No. 1, and thereby merge with Baxley Federal Savings Bank, Baxley.
- Submitted, October 6, 1999

Cleveland

The Peoples Banking and Trust Company, Marietta, Ohio -- report on competitive factors of the proposed acquisition of a Huntington, West Virginia, branch of City National Bank of West Virginia, Charleston.
- Submitted, September 30, 1999 (AC)

Extensions Of Time

San Francisco

Castle Creek Capital Partners Fund IIa, LP, and Fund IIb, LP, Rancho Santa Fe, California; Eggemeyer Advisory Corp.; WJR Corp.; and Castle Creek Capital, LLC -- extension to January 1, 2000, to acquire shares of State National Bancshares, Lubbock, Texas.
- Granted, October 8, 1999

Director, BS&R

Citigroup Inc., New York, New York -- extension to October 8, 2000, to conform its foreign equity operations under Regulation K.
- Granted, October 6, 1999

Extensions Of Time

Atlanta

Coconut Grove Bankshares, Inc., Bartow, Florida -- extension to January 8, 2000, to become a bank holding company through the acquisition of Community National Bank at Bartow.

- Granted, October 5, 1999

San Francisco

County Bank, Merced, California -- extension to January 16, 2000, to merge with Town and Country Finance and Thrift Company, Turlock.

- Granted, October 8, 1999

Atlanta

Cumberland Bancorp, Inc., Carthage, Tennessee -- extension to January 7, 2000, to acquire The Bank of Mason, Mason.

- Granted, October 6, 1999

Kansas City

First Flo Corporation, Florence, Colorado -- extension to February 29, 2000, to acquire FAM Financial, Inc., Macksville, Kansas.

- Granted, October 4, 1999

St. Louis

First Tennessee National Corporation, Memphis, Tennessee -- extension to April 15, 2000, to organize First Horizon, FSB, Bristol, Virginia, and operate a savings association.

- Granted, October 5, 1999

Director, BS&R

Fulton Financial Corporation, Lancaster, Pennsylvania -- request for an extension of the divestiture period for certain impermissible investments acquired as a result of its acquisition of Central Pennsylvania Financial Corp.

- Granted, October 1, 1999 (AC)

Richmond

HCNB Bancorp, Inc., Rockville, Maryland -- extension to November 8, 1999, to become a bank holding company through the acquisition of Harbor Capital National Bank.

- Granted, October 8, 1999

Extensions Of Time

Boston

Union Bankshares, Inc., Morrisville, Vermont -- extension to January 9, 2000, to acquire Citizens Savings Bank & Trust, St. Johnsbury.
- Granted, October 6, 1999

International Operations

Chicago

Terre Haute First National Bank, Terre Haute, Indiana -- to establish FFC Corporation as an Agreement Corporation and to establish a subsidiary in Bermuda.
- Withdrawn, October 4, 1999

Reserve Bank Operations

General Counsel

Federal Reserve Bank of New York -- to act as fiscal agent in connection with the proposed issue of United States Dollar Bonds by the Inter-American Development Bank.
- Approved, October 1, 1999 (AC)

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, October 9, 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)	Brookline Bancorp, MHC, Brookline, Massachusetts and Brookline Bancorp, Inc., Brookline, Massachusetts - application to acquire up to 24.9% of Medford Bancorp, Inc., Medford, Massachusetts	Newspaper - 11/01/1999 Fed Reg - 11/05/1999
3(a)(3)/3(a)(5)	Camden National Corporation, Camden, Maine (Camden) - application to acquire KSB Bancorp, Inc. (KSB) and Kingfield Savings Bank, both of Kingfield, Maine	Newspaper - 11/05/1999 Fed Reg - 11/05/1999

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, October 9, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banca Intessa S.P.A., Milano, Italy, to establish a branch in New York, New York, and to establish representative offices in Chicago, Illinois and San Francisco, California.	Newspaper – N/Avail
18(c)/9	Peapack-Gladstone Bank, Gladstone, New Jersey, to merge Chatham Savings, FSB, with and into Peapack-Gladstone Bank; and as an incident thereto, to establish branches.*	Newspaper – 11/01/1999
Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch office located at 1111 Route 110, 3 rd Floor, Town of Babylon, New York.*	Newspaper – 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>
CIBC	Mr. Angelo DeCaro, Riverside, Connecticut, to acquire additional outstanding common stock of Patriot National Bancorp, Inc., Stamford, Connecticut, thereby increasing the shares held from 9.59 percent to 24.9 percent of the outstanding stock.	Newspaper – 10/21/1999 Fed Reg – 10/19/1999
3(a)(5)	Tompkins Trustco, Inc., Ithaca, New York, to merge with Letchworth Independent Bancshares Corporation, Castile, New York (“Letchworth”), and thereby acquire Letchworth’s subsidiary banks, The Bank of Castile, Castile, New York, and The Mahopac National Bank, Mahopac, New York.*	Newspaper – 11/01/1999 Fed Reg – 11/05/1999
3(a)(3)/3(a)(5)	NBT Bancorp Inc., Norwich, New York, to merge with Lake Ariel Bancorp, Inc., and thereby indirectly acquire LA Bank, N.A., both of Lake Ariel, Pennsylvania.*	Newspaper – N/Avail Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	UBS AG, Zurich, Switzerland, to acquire Global Asset Management Limited, Hamilton, Bermuda, and thereby engage in various nonbanking activities.	Fed Reg – N/Avail
4(c)(8)	National Westminster Bank Plc, London, England, to invest through its wholly-owned subsidiary, NatWest Group Holdings Corporation, New York, New York, in Identrus, LLC, New York, New York, and engage <i>de novo</i> in digital certification, and data processing and data transmission activities.	Fed Reg – N/Avail
4(c)(8)	UBS AG, Zurich, Switzerland, to acquire, indirectly through UBS (USA) Inc., Stamford, Connecticut, (i) 100 percent of the voting shares of ARI Acquisition Corporation, Boston, Massachusetts, and (ii) 100 percent of the membership interest of Allegis Realty Investors, LLC, Hartford, Connecticut; AgriVest LLC, Boston, Massachusetts; and Allegis Capital LLC, Hartford, Connecticut, and thereby engage in certain nonbanking activities.	Fed Reg – N/Avail
4(c)(8)	Chase Manhattan Corporation, New York, New York, to acquire all of the stock of Hambrecht & Quist Group, Inc., San Francisco, California, and thereby engage worldwide in: underwriting and dealing in, to a limited extent, all types of debt and equity securities other than interests in open-end investment companies; certain nonbanking activities; and acting as the general partner of private investment limited partnerships that invest in assets in which a bank holding company is permitted to invest.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, October 9, 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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, October 9, 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>	
25	Received application on 10/07/1999 from PNC Bank, NA, Pittsburgh, PA of its intent to establish an Edge Corporation.	

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, October 9, 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)	BB&T Corporation, Winston-Salem, North Carolina, to merge with Premier Bancshares, Inc., Atlanta, Georgia.*	Fed Reg - 11/05/1999 Nwspaper - 11/01/1999

*Subject to the conditions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
41629	*Pioneer Bank 252 Main Street Stanley, Virginia 22851	06/14/1999	08/27/1999	O		X
214722	**Chesapeake Bank 1 North Main Street Kilmarnock, Virginia 22482	06/21/1999	09/02/1999	S		X
713926	Farmers & Merchants Bank 205 South Main Street Timberville, Virginia 22853-9521	07/26/1999	10/09/1999	O		X

*This information was inadvertently omitted from Bulletin No. 35 for the week ending August 28, 1999.

**This information was inadvertently omitted from Bulletin No. 36 for the week ending September 4, 1999.

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, October 9, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	AmSouth Bank, Birmingham, Alabama, to merge with First American National Bank, Nashville, Tennessee.	10/26/1999*
BKBRX	The Peoples Bank & Trust Company, Selma, Alabama, to establish a branch located at 4949 Highway 17, Helena, Alabama.	10/04/1999*
BKBRX	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2162 Henderson Mill Road, Atlanta, Georgia, to be known as the Briarcliff Village Branch.	10/01/1999*
BKBRX	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 4305 State Bridge Road, Alpharetta, Georgia, to be known as Old Milton Parkway Branch.	10/01/1999*
BKBRX	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2365 Peachtree Road, Atlanta, Georgia, to be known as the Peachtree Battle Branch.	10/01/1999*

*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>
None		

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

<i>Type</i>	<i>Application</i>
Member	LandMark Bank of Florida, Sarasota, Florida (in organization), to become a member of the Federal Reserve System.
4(c)(8)	First National Banc, Inc., St. Marys, Georgia, to engage in insurance activities.
4(c)(8)	First Security Group, Inc., Dalton, Georgia, to engage in making, acquiring, brokering, or servicing of loans or other extensions of credit.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, October 9, 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	UnionBank/West Macomb, Illinois Rushville, Illinois branch office of Associated Bank Illinois, National Association, Rockford, Illinois and to establish a branch at 116 South Congress, Rushville, Illinois	Newspaper – 10/29/1999

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) & 3(a)(5)	First Manitowoc Bancorp, Inc.* Manitowoc, Wisconsin Dairy State Financial Services, Inc. Plymouth, Wisconsin Dairy State Bank Plymouth, Wisconsin	Fed Reg – 10/25/1999 Newspaper – 10/29/1999
CIC	D & H Investment Corporation Cherokee, Iowa By Jeffrey Martin Dinklage	Fed Reg – 10/27/1999 Newspaper – N/Avail
3(a)(3)	Lake Michigan Financial Corporation* (formerly Holland Financial Corporation) Holland, Michigan The Bank of Northern Michigan (in organization) Petoskey, Michigan	Fed Reg – 10/1/1999 Newspaper – N/Avail
3(a)(1)	NorthStar Bancshares, Inc.* Estherville, Iowa NorthStar Bank Estherville, Iowa	Fed Reg – 11/5/1999 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>
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>
235446	Shelby County State Bank 130 S. Morgan Shelbyville, Illinois 62565-2242 (217) 774-3911	6/1/1999	10/5/1999	O		X
270241	Charter Bank 3058 1 st Street Wyandotte, Michigan 48192 (313) 285-1900	6/1/1999	10/5/1999	S		X
475345	Huron Community Bank 301 N. Newman East Tawas, Michigan 48730 (517) 362-6103	5/10/1999	10/5/1999	S		X

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>
859543	Security State Bank 615 S. Division Street Stuart, Iowa 50250-0606 (515) 523-2203	6/21/1999	10/8/1999	S	X

Section VI – CRA examinations scheduled for Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, October 9, 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 Delta Bankshares, Inc., Blytheville, Arkansas, to acquire Merchants and Planters Bank, Manila, Arkansas (previously reported during the week ending October 2, 1999).*	Newspaper – 11/10/1999 Fed Reg – 11/5/1999

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD</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, October 9, 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)A	First Bancshares Corporation, Gladstone, Michigan, for prior approval to acquire up to an additional 9.15% of the voting shares of Baybank Corporation, Gladstone, Michigan, thereby increasing its ownership up to 19.99%	Fed Reg - 11/05/1999
3(a)(1)A	State Bank of Cokato Employee Stock Ownership Plan and Trust, Cokato, Minnesota, and State Bank of Cokato Employee Stock Ownership Plan and Trust II, Cokato, Minnesota, for prior approval to become bank holding companies through their collective acquisition of 49.94% of the voting shares of Cokato Bancshares, Inc., Cokato, Minnesota.	Fed Reg - 11/05/1999

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>	<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 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, October 9, 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)	First Minden Bancshares, Minden, Nebraska, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First National Bank and Trust Company of Minden, Minden, Nebraska	Newspaper – N/Avail Fed Reg – 09/29/1999 Comment – 11/01/1999
3(a)(1)	North Central Bancorp, Norfolk, Nebraska, to become a bank holding company through the acquisition of 100 percent of the voting shares of Bank of Norfolk, Norfolk, Nebraska.	Fed Reg – 9/20/1999 Comment – 10/22/1999
CC	Samuel M. Saunders, Gillette, Wyoming, for prior approval to acquire voting shares of First National Bank of Gillette Holding Company, Gillette, Wyoming, and thereby indirectly acquire First National Bank, Gillette, Wyoming.	Newspaper – 10/11/1999 Fed Reg – 09/17/1999 Comment – 10/08/1999

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)	North Central Bancorp, Norfolk, Nebraska, to acquire 100 percent of the voting shares of Columbus Financial Corp, and thereby indirectly acquire Columbus Federal Savings Bank, both of Columbus, Nebraska, thereby engaging in the operation of thrift.	Fed Reg – 9/20/1999 Comment – 10/22/1999
4(c)(8)	Graff Family, Inc., McCook, Nebraska, to obtain through its ownership of McCook National Company, McCook, Nebraska, an 18.75 percent equity interest in Maplewood Apartments, LLC, McCook, Nebraska, and thereby engage in community development activities.	Fed Reg – 10/06/1999 Comment – 11/05/1999

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)	McCook National Company, McCook, Nebraska, to retain its 18.75 percent equity interest in Maplewood Apartments, LLC, McCook, Nebraska, and thereby engage in community development activities.	Fed Reg – 10/06/1999 Comment – 11/05/1999

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

<i>Type</i>	<i>Application</i>
Branch Expedited	Chickasha Bank and Trust to establish a new branch in Blanchard, Oklahoma

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, October 9, 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	Midgard, Ltd., Ennis, TX, to acquire an interest in Ennis Bancshares, Inc., Waco, TX (previously reported the week ending October 2, 1999)	Fed Reg – 10/20/1999 Newspaper – 10/24/1999
CIC	Jo Bess Jackson, Dallas, TX, to acquire an interest in First Sonora Bancshares, Inc., Sonora, TX (previously reported the week ending October 2, 1999)	Fed Reg – 10/22/1999 Newspaper – N/Avail
3(a)(3)	Paradigm Bancorporation, Inc., Houston, TX, to acquire Dayton State Bank, Dayton, TX*	Fed Reg – 11/05/1999 Newspaper – N/Avail
3(a)(1)	Employee Stock Ownership Plan and Trust of First Grayson Bancshares, Inc., Celeste, TX, to acquire First Grayson Bancshares, Inc., Waco, TX, and Security Bank, Whitesboro, TX*	Fed Reg – 11/05/1999 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>
None	

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, October 9, 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)	Pacific Crest Capital, Inc., to become a bank holding company by acquiring Pacific Crest Bank, both of Agoura Hills, California. *	Newspaper - 11/12/1999 Fed Reg - 11/05/1999

* 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)	The Dai-Ichi Kangyo Bank, Limited, Tokyo, Japan, to indirectly acquire Heller Financial, Inc., Chicago, Illinois, through The CIT Group, New York, New York.	Fed Reg - N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD</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	
