

ANNOUNCEMENT

**BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM**

**H.2, 1996, No. 52
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending December 28, 1996**

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ADVISORY COUNCILS

Thrift Institutions Advisory Council -- designation of David F. Holland as President, and Charles R. Rinehart as Vice President and appointment of seven new members.

Announced, December 27, 1996.

ENFORCEMENT

BT Securities Corporation, New York, New York, a nonbank subsidiary of Bankers Trust New York Corporation -- order of prohibition against Nir Kantor, a former officer and institution-affiliated party of BT Securities.

Announced, December 23, 1996.

FORMS

Bank Holding Company Reporting Requirements (FR Y-9C, FR Y-9LP, FR Y-9SP, FR Y-11Q, and FR Y-11I) -- revision without extension.

Proposed, December 23, 1996.

Quarterly Report of Assets and Liabilities of Large Foreign Offices of U.S. Banks (FR 2502q) -- extension with revision.

Proposed, December 23, 1996.

Weekly Report of Eurodollar Liabilities Held by Selected U.S. Addressees at Foreign Offices of U.S. Banks (FR 2050) -- extension with revision.

Proposed, December 23, 1996.

INTERNATIONAL OPERATIONS

Chase Manhattan International Finance, New York, New York -- to make an investment in Chase Manhattan (UK) Holdings Limited, London, England.

Permitted, December 28, 1996.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES

Community development investments by banking organizations -- annual updated directory. Announced, December 23, 1996.

Regulation D -- final rule to simplify and update the regulation and reduce regulatory burden (Docket R-0929).
Approved, December 23, 1996.

Regulation D -- request for comment on proposal to clarify the definition of savings deposit and transaction account (Docket R-0956).
Approved, December 23, 1996.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

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

BANK BRANCHES, DOMESTIC

San Francisco	Bank of America, Las Vegas, Nevada -- to establish a branch at 3597 West Plumb Lane, Reno, Nevada. Approved, December 26, 1996.
New York	Bank of New York, New York, New York -- to establish a branch at the Edward's Super Food Store at 3083 Jericho Turnpike, Northport, New York. Approved, December 22, 1996.
Kansas City	Citizens Bank of Edmond, Edmond, Oklahoma -- to establish a branch at 100 North University Drive. Approved, December 23, 1996.
Richmond	F & M Bank-Martinsburg, Martinsburg, West Virginia -- to establish a branch at 704 Foxcroft Avenue North. Approved, December 23, 1996.
Chicago	Isabella Bank and Trust, Mt. Pleasant, Michigan -- to establish a branch at 1125 North McEwen Street, Clare, Michigan. Approved, December 27, 1996.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK BRANCHES, DOMESTIC

Kansas City Western Bank of Cody, Cody, Wyoming -- to establish a
branch at 627 Yellowstone Avenue.
Approved, December 27, 1996.

BANK HOLDING COMPANIES

St. Louis Bedford Loan and Deposit Bancorp, Inc., Bedford,
Kentucky -- to acquire Bedford Loan and Deposit
Bank.
Approved, December 27, 1996.

Dallas Brazos Merger Corporation, Joshua, Texas -- request
for waiver of application to acquire Brazos
Bancshares, Inc.
Granted, December 26, 1996.

Richmond Carolina Financial Corporation, Charleston, South
Carolina -- to acquire Community FirstBank of
Charleston.
Approved, December 23, 1996.

Dallas Central Texas Bankshares Holdings, Inc., Columbus,
Texas -- to acquire Hill Bancshares Holdings, Inc.,
Weimar, Texas; Hill Bancshares, Inc., Wilmington,
Delaware; and Hill Bank & Trust Company, Weimar,
Texas.
Approved, December 26, 1996.

Richmond City Holding Company, Charleston, West Virginia -- to
acquire certain assets and assume certain
liabilities of Prime Financial Corporation, Costa
Mesa, California.
Approved, December 27, 1996.

Dallas Coastal Holdings Group, Inc., Carson City, Nevada --
request for waiver of application to acquire
Pearland State Bank, Pearland, Texas.
Granted, December 26, 1996.

Cleveland CoBancorp, Inc., Elyria, Ohio -- to acquire Jefferson
Savings Bank, West Jefferson, Ohio, and engage in
permissible savings association activities.
Permitted, December 26, 1996.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Dallas	Colorado County Investment Holdings, Inc., Wilmington, Delaware -- to acquire Hill Bancshares Holdings, Inc, Weimar, Texas; Hill Bancshares, Inc., Wilmington, Delaware; and Hill Bank & Trust Company, Weimar, Texas. Approved, December 26, 1996.
St. Louis	Community State Bancshares, Inc., Shelbina, Missouri -- to acquire Community State Bank. Approved, December 26, 1996.
Atlanta	East Coast Bank Corporation Employee Stock Ownership Plan Trust, Ormond Beach, Florida -- to acquire shares of East Coast Bank Corporation. Approved, December 27, 1996.
Atlanta	First Georgia Community Corp., Jackson, Georgia -- to acquire First Georgia Community Bank. Approved, December 24, 1996.
Dallas	First National Bank Group, Inc., Edinburg, Texas -- to acquire an interest in the Texas State Life Insurance Company, in McAllen, Texas, and engage in the sale of credit life insurance. Permitted, December 24, 1996.
Atlanta	FNB Bancorp, Inc., Douglas, Georgia -- waiver of a certain commitment. Granted, December 27, 1996.
Philadelphia	Fulton Financial Corporation, Lancaster, Pennsylvania -- to engage in community development activities. Permitted, December 26, 1996.
Dallas	G. C. Holdings Group, Inc., Carson City, Nevada -- request for waiver of application to acquire First National Bank of Alvin, Alvin, Texas. Granted, December 26, 1996.
San Francisco	Great Basin Financial Corporation, Elko, Nevada -- to acquire Great Basin Bank of Nevada. Approved, December 24, 1996.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Chicago	Heartland Financial USA, Inc., Dubuque, Iowa -- to acquire ULTEA, Madison, Wisconsin, and engage in leasing activities. Permitted, December 23, 1996.
Dallas	Hickory Hill Bancshares, Inc., Avinger, Texas -- to acquire Hickory Hill Delaware Financial Corporation, Dover, Delaware; and The First State Bank., Avinger, Texas. Approved, December 27, 1996.
Dallas	Hickory Hill Delaware Financial Corporation, Dover, Delaware -- to acquire The First State Bank, Avinger, Texas. Approved, December 27, 1996.
GC	Household International, Inc., Prospect Heights, Illinois, and its subsidiary credit card bank -- request for an exemption from section 106 of the Bank Holding Company Act Amendments of 1970 in order to offer a secured credit card. Granted, December 27, 1996.
Dallas	Merchants Bancshares, Inc., Houston, Texas, and Gulf Southwest Nevada Bancorp, Inc. -- to acquire Funds Management Group, Inc., Houston, Texas, and act as an investment advisor and securities broker. Permitted, December 24, 1996.
Chicago	Metrocorp, Inc., East Moline, Illinois -- to acquire Metrobank-Illinois National Association. Approved, December 23, 1996.
St. Louis	National Commerce Bancorporation, Memphis, Tennessee -- to engage in leasing activities through acquisition of J & S Leasing, Inc., Knoxville, Tennessee. Permitted, December 24, 1996.
Minneapolis	Otto Bremer Foundation, St. Paul, Minnesota, and Bremer Financial Corporation -- to acquire First American Bank, N.A., Moorhead, Minnesota. Approved, December 27, 1996.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

- Dallas SW&KM Holdings, LLC, Del Rio, Texas -- to acquire additional shares of SW&KM Limited Partnership, Del Rio, Texas; Westex Bancorp, Inc., Del Rio, Texas; Westex Bancorp of Delaware, Inc., Wilmington, Delaware; Del Rio Bank & Trust Company, Del Rio, Texas; First State Bank, Brackettville, Texas; and Sutton City National Bank, Sonora, Texas.
Approved, December 27, 1996.
- Dallas SW&KM Holdings, LLD, Del Rio, Texas -- to become a bank holding company with respect to SW&KM Limited Partnership, Del Rio, Texas; Westex Bancorp, Inc., Del Rio, Texas; Westex Bancorp of Delaware, Inc., Wilmington, Delaware; Del Rio Bank & Trust Company, Del Rio, Texas, First State Bank, Brackettville, Texas, and Sutton City National Bank, Sonora, Texas.
Approved, December 27, 1996.
- Dallas SW&KM Limited Partnership, Del Rio, Texas -- to become a bank holding company with respect to Westex Bancorp, Inc., Del Rio, Texas; Westex Bancorp of Delaware, Inc., Wilmington, Delaware; Del Rio Bank & Trust Company, Del Rio, Texas; First State Bank, Brackettville, Texas; and Sutton City National Bank, Sonora, Texas.
Approved, December 27, 1996.
- Dallas SW&KM Limited Partnership, Del Rio, Texas -- to acquire additional shares of Westex Bancorp, Inc., Del Rio, Texas; Westex Bancorp of Delaware, Inc., Wilmington, Delaware; Del Rio Bank & Trust Company, Del Rio, Texas; First State Bank, Brackettville, Texas; and Sutton City National Bank, Sonora, Texas.
Approved, December 27, 1996.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANKS, STATE MEMBER

St. Louis Bank of Bentonville, Bentonville, Arkansas -- payment
 of a dividend.
 Approved, December 24, 1996.

CAPITAL STOCK

Kansas City Humboldt Bancshares, inc., Humboldt, Kansas --
 redemption of shares.
 Approved, December 23, 1996.

CHANGE IN BANK CONTROL

Kansas City Central State Bancshares, Inc., Nevada, Missouri --
 change in bank control.
 Permitted, December 24, 1996.

Richmond First Liberty Bancorp, Inc., Washington, D.C. --
 change in bank control.
 Permitted, December 24, 1996.

Dallas SW&KM Limited Partnership, Del Rio, Texas -- change
 in bank control.
 Permitted, December 27, 1996.

Dallas Throckmorton Bancshares, inc., Throckmorton, Texas --
 change in bank control.
 Permitted, December 26, 1996.

Kansas City Valentine Bancorporation, Valencia, Nebraska --
 change in bank control.
 Permitted, December 23, 1996.

COMPETITIVE FACTORS REPORTS

Kansas City American National Bank of Sarpy County, Papillion,
 Nebraska, proposed acquisition of the assets and
 assumption of the liabilities of the Plattsmouth
 branch of American National Bank, Nebraska City,
 Nebraska -- report on competitive factors.
 Submitted, December 27, 1996.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

- San Francisco Antelope Valley Bank, Lancaster, Pennsylvania, proposed purchase of certain assets and assumption of certain liabilities of the Rosamund, Frazier Park, and Wrightwood, branches of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors.
Submitted, December 27, 1996.
- Kansas City Five Points Bank, Grand Island, Nebraska, proposed merger with Hometown Interim Bank, Grand Island, Nebraska -- report on competitive factors.
Submitted, December 26, 1996.
- Chicago Metrobank-Illinois National Association, East Moline, proposed purchase of certain assets and assumption of certain liabilities of Metrobank, National Association -- report on competitive factors.
Submitted, December 23, 1996.
- Chicago Regency Savings Bank, FSB, Naperville, Illinois -- proposed acquisition of certain assets and assumption of certain liabilities of Dean Witter Trust, FSB, Jersey City, New Jersey -- report on competitive factors.
Submitted, December 23, 1996.
- Cleveland Star Bank, N.A., Cincinnati, Ohio, proposed purchase of certain assets and assumption of certain liabilities of AmeriFirst Bank, N.A., Xenia, Ohio -
- report on competitive factors.
Submitted, December 23, 1996.
- Chicago Western Bank & Trust, Merville, Iowa, proposed merger with Farmers Savings Bank, Pierson, Iowa -- report on competitive factors.
Submitted, December 27, 1996.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

EXTENSIONS OF TIME

Dallas	First International Bancshares, Inc., Corpus Christi, Texas; and Delaware International Bancshares, Inc., Dover, Delaware -- extension to March 12, 1997, to acquire The International Bank. Granted, December 24, 1996.
Boston	State Street Boston Corporation, Boston, Massachusetts -- extension to engage in securities brokerage activities through Boston Financial Data Services, Inc., Quincy, Massachusetts, and National Financial Data Services, Inc., Kansas City, Missouri. Granted, December 23, 1996.
San Francisco	U.S. Bancorp, Portland, Oregon -- extension to divest certain property. Granted, December 24, 1996.

RESERVE BANK OPERATIONS

Director, FRBO	Federal Reserve Bank of Atlanta -- to purchase check image equipment and software. Approved, December 23, 1996.
Director, FRBO	Federal Reserve Banks of Chicago, Atlanta, and Philadelphia -- to purchase check image equipment and software. Approved, December 23, 1996.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BOARD OPERATIONS

Application for Employment with the Board of
Governors of the Federal Reserve System (FR 28) --
extension with revision.
Approved, December 17, 1996.

INTERNATIONAL OPERATIONS

Bank of New York, New York, New York -- to establish
a branch in Shanghai, People's Republic of China.
Permitted, December 20, 1996.

ADDITIONS AND CORRECTIONS

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Chicago Panhandle Aviation, Inc., Clarinda, Iowa -- to
acquire National Bank of Iowa, Denison, Iowa.
Approved, December 18, 1996.

INTERNATIONAL OPERATIONS

Secretary National City Bank, Cleveland, Ohio, and National
City bank of Indiana, Indianapolis, Indiana -- to
establish branches in Grand Cayman, British West
Indies.
Approved, December 20, 1996.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

Application

Comment Period Ending Date

NONE

SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE

Application

Comment Period Ending Date

Granite State Bankshares,
Inc., Keene, New Hampshire
(Bankshares) - notice of
Change in Control by
Granite State Bankshares,
Inc. Employee Stock
Ownership Plan to acquire
0.57% of Bankshares and
thereby own 10.38%

Newspaper

Not Yet Established

Federal Register

01-27-97

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application

Comment Period Ending Date

NONE

SECTION IV - APPLICATIONS NOT SUBJECT TO
FEDERAL REGISTER OR NEWSPAPER NOTICE

Application

NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution

Examination Date

Rating**

NONE

*Subject to CRA.

**Rating Definitions: "O" - Outstanding; "S" - Satisfactory; "N" - Needs to Improve; "SN" - Substantial Noncompliance.

FEDERAL RESERVE BANK OF NEW YORK

Comment Period
Ending Date

SECTION I

**Applications Subject to Newspaper
Notice Only**

None.

SECTION II

**Applications Subject to Both
Newspaper and Federal Register Notice**

None.

SECTION III

**Nonbanking Applications
(subject to Federal Register Notice Only)**

None.

SECTION IV

**Applications Not Involving
Public Comment**

None.

SECTION V

Availability of CRA Public Evaluations

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following group:

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate- income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate income

neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate- income neighborhoods, in a manner consistent with its resources and capabilities.

Week Ending December 28, 1996

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
Bank of Smithtown One Main Street Smithtown, NY 11787	Satisfactory	August 5, 1996

1/ Subject to provisions of Community Reinvestment Act.

2/ Later of dates specified in newspaper and Federal Register notices.

3/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.

4/ Date specified in Federal Register notice; a later date may be specified in the newspaper notice.

N/A - Not Available

FEDERAL RESERVE BANK OF PHILADELPHIA

**SECTION I - APPLICATIONS RECEIVED AND SUBJECT TO NEWSPAPER
NOTICE ONLY**

Dauphin Deposit Corporation, Harrisburg, PA to establish the Rossmoyne branch office located at Ritter Road, Mechanicsburg, Cumberland Co, PA, pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: 01/23/97

**SECTION II - APPLICATIONS RECEIVED AND SUBJECT TO BOTH NEWSPAPER
AND FEDERAL REGISTER NOTICE**

Fulton Financial Corporation, Lancaster, PA to acquire 100 percent of The Woodstown National Bank & Trust Company, Woodstown, NJ, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Newspaper comment period expires: 01/17/97
Federal Register comment period expires: 01/21/97

**SECTION III - APPLICATIONS RECEIVED AND SUBJECT TO FEDERAL
REGISTER NOTICE ONLY**

NONE

**SECTION IV - APPLICATIONS RECEIVED AND NOT SUBJECT TO FEDERAL
REGISTER NOTICE OR NEWSPAPER**

Keystone Financial, Inc., Harrisburg, PA, requests a Determination of Application Requirement relating to its proposed acquisition of First Financial Corp and its subsidiary, First Federal Saving Bank of Western Maryland, both of Cumberland, MD.

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending December 27, 1996.

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank/Location</u>	<u>Examination Date</u>	<u>CRA Rating</u>
NONE	NONE	NONE

APPLICATIONS BULLETIN
(For the week ending December 28, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

SECTION II - APPLICATIONS SUBJECT TO BOTH NEWSPAPER AND FEDERAL REGISTER NOTICE

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

NONE

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE OR NEWSPAPER NOTICE

NONE

* - Subject to CRA

N - Newspaper Comment Period

F - Federal Register Comment Period

- Expected to End 30 Days from Date of Receipt

AVAILABILITY OF CRA PUBLIC EVALUATIONS
(December 27, 1996)

The following state member banks have been examined by the Federal Reserve Bank of Cleveland for compliance with The Community Reinvestment Act. A public evaluation document became available from the bank(s) listed below during the week ended December 27, 1996. If you are interested in obtaining a copy of an evaluation document, please contact the bank(s) directly.

There are four descriptive ratings for CRA:

OUTSTANDING: a bank in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SATISFACTORY: a bank in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

NEEDS TO IMPROVE: a bank in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SUBSTANTIAL NON COMPLIANCE: a bank in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

NONE

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

Application

Comment Period Ending Date

None.

Section II - Applications Subject to Both
Newspaper and Federal Register Notice

Application

Comment Period Ending Date

None.

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

Signet Banking Corporation, Richmond,
Virginia, to engage de novo in data
processing, management consulting,
and related incidental activities
through a joint venture.

Not yet available.

Section IV - Application Not Subject to
Federal Register Notice or Newspaper Notice

Application

F&M Bank - Allegiance, Inc., Bethesda,
Maryland, for membership in the Federal
Reserve System.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending December 27, 1996

Definition of Ratings

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Examination

Date

Rating

Bank of Greenville

Main Street

Greenville, West Virginia 24945

9-23-96

Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 27, 1996

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 5950 Jimmy Carter Boulevard, Norcross, Georgia.	01-07-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2698 Buford Highway, Duluth, Georgia, to be known as the Duluth Station Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 108 Pavillion Parkway, Fayetteville, Georgia, to be known as the Fayette Pavillion Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 7535 Highway 85, Riverdale, Georgia, to be known as the Riverdale Crossing Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 7899 Tara Boulevard, Jonesboro, Georgia, to be known as Jonesboro Corners Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2035 Mount Zion Road, Morrow, Georgia, to be known as the Mount Zion Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 3316 Highway 5, Douglasville, Georgia, to be known as the Cosby Station Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2900 Peachtree Road, NE, Atlanta, Georgia, to be known as The Peach Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 4403 Townlake Parkway, Townlake, Georgia, to be known as Rose Creek Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2173 Hamilton Mill Parkway, Dacula, Georgia, to be known as the Hamilton Mill Branch.	01-23-97*

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 27, 1996

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 1910 Highway 20, SE, Conyers, Georgia, to be known as the Rockdale Square Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 4422 Hugh Howell Road, Tucker, Georgia, to be known as the Hugh Howell Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 6131 S. Norcross-Tucker Road, Norcross, Georgia, to be known as the Norcross Tucker Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2455 Cumberland Parkway, Atlanta, Georgia, to be known as Paces Ferry Center Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 1544 Piedmont Road, Atlanta, Georgia, to be known as the Ansley Mall Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 50 Barret Parkway, Marietta, Georgia, to be known as the Town Center Prado Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 6300 Powers Ferry Road, Atlanta, Georgia, to be known as Powers Ferry Village Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 4430 Wade Green Road, Kennesaw, Georgia, to be known as Wade Green Village Branch.	01-23-97*
SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 11585 Jones Bridge Road, Alpharetta, Georgia, to be known as Addotts Village Branch.	01-23-97*

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 27, 1996

Section 2 - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
Southern Security Financial Corporation Hollywood, Florida 1-BHC formation, Southern Security Bank Corporation, Hollywood, Florida.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

Section 4 - Applications Not Subject to
Federal Register Notice or Newspaper Notice

<u>Application</u>
None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 27, 1996

Section 10 - Availability of CRA Public Evaluations

The CRA public evaluations of the insured depository institutions listed below became available during this week. Information about an institution's CRA evaluation may be obtained directly from the institution. In connection with the assessment of an institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs: An institution has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs: An institution has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs: An institution needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs: An institution has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank</u>	<u>CRA Rating</u>	<u>Examination Date</u>
First Commercial Bank of Cullman County 101 First Avenue, NW Good Hope, Alabama 35055 (205) 737-9900	Satisfactory	09-16-96
Admiralty Bank 4400 PGA Boulevard Suite 200 Palm Beach Gardens, FL 33410 (407) 627-2700	Satisfactory	09-16-96

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 27, 1996

<u>Recently Approved Applications</u>	<u>Approval Date</u>
East Coast Bank Corporation Employee Stock Ownership Plan Trust Dade City, Florida 1-BHC formation, 40 percent of East Coast Bank Corporation, Ormond Beach, Florida.	12-27-96
First Georgia Community Corp. Jackson, Georgia 1-BHC formation, First Georgia Community Bank, Jackson, Georgia (in organization).	12-24-96
FNC Bancorp, Inc. Douglas, Georgia Commitment waiver request.	12-27-96

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(1) Notice	Lakeland Financial Corporation Round Lake Heights, Illinois Lakeland Community Bank Round Lake Heights, Illinois	NP - 12-31-96
Branch	First Bank & Trust of Evanston Evanston, Illinois 2925 Central Street Evanston, Illinois	NP - 1-13-97
Branch	First American Bank Carpenterville, Illinois Northeast Corner of Randall Road and Gleneagle Drive Geneva, Illinois	NP - 1-13-97
Branch	F&M Bank Portage County Park Ridge, Wisconsin 128 Highway 10 East Amherst, Wisconsin	NP - 12-31-96
BHC-OT	ABN AMRO Bank, N.V. Amsterdam, The Netherlands representative office in Minneapolis, Minnesota	NP - 12-24-96

NP - Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only-cont'd

<u>Type</u>	<u>Application</u>	<u>Ending Date</u>	<u>Comment Period</u>
Merger & Branch	Pullman Bank and Trust Company Chicago, Illinois Pullman Bank of Commerce & Industry Chicago, Illinois Branch at 6100 N. Northwest Highway Chicago, Illinois		NP - **
Member	Michigan Heritage Bank Novi, Michigan (in organization) To become a member of the Federal Reserve System		NP - **

NP - Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal
Register Notice Cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period</u>	<u>Ending Date</u>
3(a)(1)	AmeriMark Financial Corporation.* Oak Brook, Illinois Duco Bancshares, Inc. Villa Park, Illinois Bank of Illinois in DuPage Villa Park, Illinois	FR - 12-20-96 NP - 1-12-97	
3(a)(1)	River Cities Bancshares, Inc.* Wisconsin Rapids, Wisconsin River Cities Bank (in organization) Wisconsin Rapids, Wisconsin	FR - 01-03-97 NP - 12-26-96	
3(a)(3)	Security National Corporation* Sioux City, Iowa Security National Bank of South Dakota (in organization) Dakota Dunes, South Dakota	FR - 01-6-97 NP - **	
3(a)(3)	Heartland Financial USA, Inc.* Dubuque, Iowa Cottage Grove State Bank Cottage Grove, Wisconsin	FR - 01-15-97 NP - **	
3(a)(1)	Vermilion Bancorp, Inc.* Danville, Illinois American Savings Bank of Danville Danville, Illinois	FR - 1-24-97 NP - **	
3(a)(1)	Michigan Heritage Bancorp, Inc.* Novi, Michigan Michigan Heritage Bank (in organization) Novi, Michigan	FR - 1-24-97 NP - **	
3(a)(1)	Iron Horse Bancshares, Inc.* Mazomanie, Wisconsin The Peoples State Bank of Mazomanie, Wisconsin Mazomanie, Wisconsin	FR - 1-21-97 NP - 1-13-97	

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal Register Notice Cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(1)	Bando McGlocklin Capital Corporation* Pewaukee, Wisconsin InvestorsBank Pewaukee, Wisconsin (in organization)	FR - 12-27-96 NP - 12-23-96
3(a)(1)	CH and JD Byrum, LLC* Indianapolis, Indiana American State Corporation Lawrenceburg, Indiana American State Bank Lawrenceburg, Indiana	FR - 12-27-96 NP - 12-2-96
COC-HC	APM Bancorp, Inc. Buffalo, Iowa By James A. Matthys	FR - 1-10-97 NP - **
3(a)(3)	Beaman Bancshares, Inc.* Beaman, Iowa Producers Savings Bank Green Mountain, Iowa	FR - 12-23-96 NP - 12-24-96
3(a)(1)	Vanderbilt Holding Company, Inc.* Fairfax, Iowa Fairfax State Savings Bank Fairfax, Iowa	FR - 1-24-97 NP - **
3(a)(1)	County Bancorp, Inc.* Manitowoc, Wisconsin Investors Community Bank Manitowoc, Wisconsin (in organization)	FR - 1-27-97 NP - **
3(a)(3)	Amcore Financial, Inc.* Rockford, Illinois First National Bancorp, Inc. Monroe, Wisconsin First National Bank and Trust Monroe, Wisconsin	FR - 1-24-97 NP - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4(c)(8)	Bando McGlocklin Capital Corporation Pewaukee, Wisconsin Bando McGlocklin Investment Corporation Pewaukee, Wisconsin Bando McGlocklin Small Business Lending Company Pewaukee, Wisconsin	FR - 12-27-96
4(c)(8)	Bank of Montreal Totonnto, Canada Cebra, Inc. Toronto, Canada	FR - 1-16-97
4(c)(8)	AmeriMark Financial Corporationn Oak Brook, Illinois Banill Corporation Villa Park, Illinois	FR - 12-20-96

Section IV - Applications Not Subject to Federal Register or Newspaper Notice

<u>Type</u>	<u>Application</u>
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None

Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending December 27, 1996. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

- O - An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.
- S - An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.
- NI - An institution in this group has a needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.
- SN - An institution in this group has a substantial noncompliance record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
Shelby County State Bank 130 South Morgan P.O. box 530 Shelbyville, Illinois 62565-0530 (217) 774-3911	8/26/96	O
The First Trust & Savings Bank 111 East 2nd Avenue P.O. Box 247 Aurelia, Iowa 51005-0247 (712) 434-2291	8/26/96	S

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING DECEMBER 27, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application

End of Comment Period

None.

SECTION II - APPLICATIONS SUBJECT TO BOTH NEWSPAPER AND FEDERAL REGISTER NOTICE

Application

End of Comment Period

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application

End of Comment Period

None.

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE OR NEWSPAPER NOTICE

Application

End of Comment Period

Section 4(c)(8) 12-business day prior notification by Bremen Bancorp, Inc., St. Louis, Missouri, to acquire National Equity, Inc., St. Charles, Missouri, and thereby engage in mortgage banking activities.

N/A

* This application/notification is subject to CRA.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

Application

Comment Period
Ending Date

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section II - Applications Subject to Both
Newspaper and Federal Register Notice

Application

Comment Period
Ending Date

Gib S. Nichols to acquire control of 28.1% of the voting shares of Flathead Holding Company of Bigfork, Bigfork, Montana.

Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject
to Federal Register Notice Only

Application

Comment Period
Ending Date

Norwest Corporation, Minneapolis, Minnesota and Norwest Financial Services, Inc., Des Moines, Iowa, to engage in automobile financing through the acquisition of Reliable Financial Services, Inc., San Juan, Puerto Rico.

Not yet available

Norwest Corporation, Minneapolis, Minnesota to engage in mortgage banking through the acquisition of Statewide Mortgage Company, Birmingham, Alabama.

Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section IV - Applications Not Subject to
Federal Register Notice or Newspaper Notice

Application

Flathead Holding Company of Bigfork, Bigfork, Montana to redeem 22.9% of its voting shares.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending December 27, 1996

ASSIGNMENT OF RATING

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>BANK(S) EXAMINED</u>	<u>DATE OF EXAMINATION</u>	<u>CRA RATING</u>
Root River State Bank P.O. Box 517 Chatfield, MN 55923-0517 (507) 867-4120	September 9, 1996	Satisfactory
The First Security Bank of Malta 130 South First E., Box 730 Malta, MT 59538-0730 (406) 654-2222	September 16, 1996	Outstanding

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section V - Availability of

CRA Public Evaluations

week ending December 27, 1996

(Continued)

<u>BANK(S) EXAMINED</u>	<u>DATE OF EXAMINATION</u>	<u>CRA RATING</u>
The First State Bank of Malta P.O. Box 910 Malta, MT 59538-0910 (406) 654-2340	September 16, 1996	Satisfactory

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

**SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE**

APPLICATION

COMMENT PERIOD ENDING DATE

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

**SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE**

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs

An institution in this group has an outstanding record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank/Location</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
State Bank & Trust P.O. Box 2077 Colorado Springs, Colorado 80901-2077	09/16/96	12/24/96	Outstanding

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF DECEMBER 23, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

APPLICATION

NOTICE EXP

None.

SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE

APPLICATION

** NOTICE EXP

Change in Control Notice by
Robert B. Dunkin to acquire an interest in
First San Benito Bancshares, Inc., San Benito, TX
(Resubmission)
(Previously reported during the week of 10-28-96)

97/01/29

*Section 3(a)(1) application by
SW&KM Holdings, LLC, Del Rio, TX, to acquire
SW&KM Limited Partnership, Del Rio, TX,
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX
(Previously reported during the week of 10-28-96)

96/12/25

*Section 3(a)(1) application by
SW&KM Limited Partnership, Del Rio, TX, to acquire
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX
(Previously reported during the week of 10-28-96)

96/12/25

*Section 3(a)(3) application by
SW&KM Holdings, LLC, Del Rio, TX, to acquire
SW&KM Limited Partnership, Del Rio, TX,
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX
(Previously reported during the week of 10-28-96)

96/12/25

*Section 3(a)(3) application by SW&KM Limited Partnership, Del Rio, TX, to acquire Westex Bancorp, Inc., Del Rio, TX, Westex Bancorp of Delaware, Inc., Wilmington, DE, Del Rio Bank & Trust Company, Del Rio, TX, First State Bank, Brackettville, TX, and Sutton City National Bank, Sonora, TX (Previously reported during the week of 10-28-96)	96/12/25
Change in Control Notice by Robert Sidney Cauthorn and James Guy Cauthorn, Del Rio, TX, to acquire an interest in SW&KM Limited Partnership, Del Rio, TX (Previously reported during the week of 10-28-96)	96/12/25
*Section 3(a)(1) application by First Live Oak Bancshares, Inc., Three Rivers, TX, to acquire First Live Oak Delaware Bancshares, Inc., Dover, DE, and First State Bank, Three Rivers, TX (Previously reported during the week of 12-2-96)	97/01/10
*Section 3(a)(1) application by First Live Oak Delaware Bancshares, Inc., Dover, DE, to acquire First State Bank, Three Rivers, TX (Previously reported during the week of 12-2-96)	97/01/10
*Section 3(a)(1) application by Laguna Bancshares, Inc., Big Lake, TX, to acquire Laguna Bancshares of Delaware, Inc., Dover, DE, and Big Lake Bank, National Association, Big Lake, TX	N/A
*Section 3(a)(1) application by Laguna Bancshares of Delaware, Inc., Dover, DE, to acquire Big Lake Bank, National Association, Big Lake, TX	N/A
*Section 3(a)(1) application by Waggoner National Bancshares, Inc., Vernon, TX, to acquire Vernon Bancshares, Inc., Dover, DE, and The Waggoner National Bank, Vernon, TX	N/A
*Section 3(a)(1) application by Vernon Bancshares, Inc., Dover, DE, to acquire The Waggoner National Bank, Vernon, TX	N/A

**SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY**

<u>APPLICATION</u>	<u>NOTICE EXP</u>
None.	

**SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE**

APPLICATION
None.

* SUBJECT TO CRA.
** EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY.
N/A - NOT AVAILABLE AT THIS TIME.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF DECEMBER 23, 1996

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to Improve record of meeting community credit needs.

An institution in this group need to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial Noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank</u>	<u>Date of Examination</u>	<u>CRA Rating</u>
Wellington State Bank 1000 8th St. P. O. Box 1032 Wellington, Texas 79095-1032	96/09/23	Satisfactory

RSSD# 371362

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS APPROVED DURING THE WEEK OF DECEMBER 23, 1996

<u>APPLICATION</u>	<u>DATE</u>
Section 4(c)(8) notification by First National Bank Group, Inc., Edinburg, TX to acquire a 1/3 interest in a Texas State Life Insurance Company office in McAllen, TX, and to engage in the sale of credit life insurance	96/12/24
Section 4(c)(8) notification by Merchants Bancshares, Inc., Houston, TX, and Gulf Southwest Nevada Bancorp, Inc., Houston, TX, to acquire Funds Management Group, Inc., Houston, TX, and act as investment advisor and securities broker	96/12/24
Change in Control Notice by Wilma McKnight, Throckmorton, TX, and Nan McKinney Daws, Wichita Falls, TX, to acquire an interest in Throckmorton Bancshares, Inc., Throckmorton, TX	96/12/26
Section 3(a)(3) application by Central Texas Bankshare Holdings, Inc., Columbus, TX, to acquire Hill Bancshares Holdings, Inc., Weimar, TX, Hill Bancshares, Inc., Wilmington, DE, and Hill Bank & Trust Company, Weimar, TX	96/12/26
Section 3(a)(3) application by Colorado County Investment Holdings, Inc., Wilmington, DE, to acquire Hill Bancshares Holdings, Inc., Weimar, TX, Hill Bancshares, Inc., Wilmington, DE, and Hill Bank & Trust Company, Weimar, TX	96/12/26
Section 3(a)(1) application by Hickory Hill Bancshares, Inc., Avinger, TX, to acquire Hickory Hill Delaware Financial Corporation, Dover, DE, and The First State Bank, Avinger, TX	96/12/27
Section 3(a)(1) application by Hickory Hill Delaware Financial Corporation, Dover, DE, to acquire The First State Bank, Avinger, TX	96/12/27

Section 3(a)(1) application by
SW&KM Holdings, LLC, Del Rio, TX, to acquire
SW&KM Limited Partnership, Del Rio, TX,
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX 96/12/27

Section 3(a)(1) application by
SW&KM Limited Partnership, Del Rio, TX, to acquire
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX 96/12/27

Section 3(a)(3) application by
SW&KM Holdings, LLC, Del Rio, TX, to acquire
SW&KM Limited Partnership, Del Rio, TX,
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX 96/12/27

Section 3(a)(3) application by
SW&KM Limited Partnership, Del Rio, TX, to acquire
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX 96/12/27

Change in Control Notice by
Robert Sidney Cauthorn and James Guy Cauthorn,
Del Rio, TX, to acquire an interest in
SW&KM Limited Partnership, Del Rio, TX 96/12/27

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 12/27/96

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
The Prineville Bank, Prineville, Oregon, to establish a branch office at the corner of B Avenue and Highway 97, Terrebonne, Oregon. *	<u>Newspaper:</u> 1/06/97
Humboldt Bank, Eureka, California, to acquire through merger, the Garberville, California, branch office of First Nationwide Bank, FSB, San Francisco, California. *	<u>Newspaper:</u> Not available

Section II - Applications Subject to Both
Newspaper and Federal Register Notice

TRP Acquisition Corporation, Burr Ridge, Illinois, to become a bank holding company by acquiring Trans Pacific Bancorp, San Francisco, California. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 1/24/97
TRP Acquisition Corporation, Burr Ridge, Illinois, to acquire, as an option, 19.9 percent of Trans Pacific Bancorp, San Francisco, California. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 1/24/97
BSM Bancorp, Santa Maria, California, to become a bank holding company by acquiring Bank of Santa Maria, Santa Maria, California.	<u>Newspaper:</u> 1/19/97 <u>Fed. Reg.:</u> 1/27/97
Bank SinoPac, Taipei, Taiwan, to become a bank holding company by acquiring Far East National Bank, Los Angeles, California. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 1/27/97
Robert M. Daugherty, W. James Tozer, Jr., et al, to acquire 56.04 percent of Draper BanCorp, Draper, Utah. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 1/16/97

Section III - Applications Subject to Federal Register Only

None

Section IV - Applications Not Subject to Federal Register Notice
or Newspaper Notice

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 12/27/96

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during this week. Information about a particular institution's CRA evaluation may be obtained directly from the institution.

<u>Institution</u>	<u>Location</u>	<u>Examination Date</u>	<u>Rating*</u>
Oak Valley Community Bank	125 N. Third Avenue P.O. Box 97 Oakdale, CA 95361 (209) 848-2265	9/02/96	Satisfactory

*Under the rating system an institution's CRA performance is assigned one of the following four ratings:

Outstanding record of meeting community credit needs: An institution has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs: An institution has a satisfactory record of ascertaining and meeting the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to Improve record of meeting community credit needs: An institution needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- to moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial Noncompliance in meeting community credit needs: An institution has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- to moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.