

ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1997, No. 22
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending May 31, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Banc One Corporation, Columbus, Ohio, and Banc One Oklahoma Corporation, Oklahoma City, Oklahoma -- requests for reconsideration of the Board's approval of the applications to acquire shares of Liberty Bancorp, Inc., Oklahoma City, Oklahoma, and the banking and nonbanking subsidiaries of Liberty, including Liberty Bank & Trust Company of Oklahoma City, N.A., and Liberty Bank & Trust Company of Tulsa, N.A., Tulsa, Oklahoma.
Denied, May 30, 1997.

Dean Witter, Discover & Co., New York, New York -- interpretation concerning grandfather rights in connection with proposed merger with Morgan Stanley Group, Inc.
Approved, May 28, 1997.

Greater Delaware Valley Holdings, MHC, Broomall, Pennsylvania -- waiver of receipt of certain dividends by Greater Delaware Valley Savings Bank.
Denied, May 27, 1997.

Southern National Corporation, Winston-Salem, North Carolina -- to merge with United Carolina Bancshares Corporation, Whiteville, North Carolina, and acquire United Carolina Bank, Whiteville, North Carolina, and United Carolina Bank of South Carolina, Greer, South Carolina.
Approved, May 27, 1997.

BANK MERGERS

Banco Popular de Puerto Rico, Hato Rey, Puerto Rico -
- to merge with Roig Commercial Bank, Humacao, Puerto Rico, and establish branches.
Approved, May 27, 1997.

Westamerica Bank, San Rafael, California -- to merge with Valliwide Bank, Fresno, California, and to establish branches.
Approved, May 27, 1997.

ENFORCEMENT

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ENFORCEMENT

Bank of Yokohama, Ltd., Yokohama, Japan (New York Branch) -- order of assessment of a civil money penalty against Toshihiko Araki, an officer and institution-affiliated party of the New York Branch of The Bank of Yokohama.

Announced, May 30, 1997.

INTERNATIONAL OPERATIONS

MBNA America Bank, N.A., Wilmington, Delaware -- to invest in MBNA International Bank, Ltd., Chester, England, and to establish a branch of MBNA International in Dublin, Republic of Ireland.

Approved, May 27, 1997.

REGULATIONS AND POLICIES

Retail Fees and Services of Depository Institutions-- annual report to the Congress.

Approved, May 29, 1997.

**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

Atlanta	AmSouth Bank of Tennessee, Chattanooga, Tennessee -- to establish a branch at 2017 Mallory Lane, Franklin, Tennessee. Approved, May 27, 1997.
Secretary	Bank of Boulder, Boulder, Colorado -- to establish a branch at the intersection of McCaslin Boulevard and Centennial Parkway, Louisville, Colorado. Approved, May 30, 1997.

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

BANK BRANCHES, DOMESTIC

New York Chase Manhattan Bank, New York, New York -- to establish a branch at 1755 University Avenue, Bronx, New York.
Approved, May 30, 1997.

Cleveland PremierBank & Trust, Elyria, Ohio -- to establish a branch at Sheffield Crossing, 5231 Detroit Road, Sheffield Village, Ohio.
Approved, May 29, 1997.

Richmond Virginia Commerce Bank, Arlington, Virginia -- to establish a branch at 5140 Duke Street, Alexandria, Virginia.
Approved, May 27, 1997.

BANK HOLDING COMPANIES

New York Commerzbank Aktiengesellschaft, Frankfurt Am Main, Germany -- to engage de novo in financial and investment advisory activities through Commerce Futures Corporation, Chicago, Illinois.
Approved, May 30, 1997.

Kansas City Commercial Guaranty Bancshares, Inc., Shawnee Mission, Kansas -- to engage de novo in acting as agent for the private placement of securities.
Permitted, May 29, 1997.

Director, BS&R First Union Capital Markets Corporation, Charlotte, North Carolina -- to underwrite and deal in equity securities subject to certain conditions.
Approved, May 28, 1997.

Cleveland GLB Bancorp, Inc., Mentor, Ohio -- to acquire Great Lakes Bank.
Approved, May 30, 1997.

San Francisco Imperial Bancorp, Inglewood, California -- to acquire Imperial Bank Arizona, Phoenix, Arizona.
Approved, May 29, 1997.

Atlanta Louisiana Bancshares, Inc., Baton Rouge, Louisiana -- to acquire Louisiana Bank and Trust Company.
Approved, May 30, 1997.

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

BANK HOLDING COMPANIES

Boston	MassBank Corp., Reading, Massachusetts -- to acquire Glendale Co-operative Bank, Everett, Massachusetts. Approved, May 29, 1997.
Cleveland	Mid Am, Bowling Green, Ohio -- to acquire NFI Investments Corp., Bryan, Ohio. Approved, May 28, 1997.
Cleveland	PHS Bancorp, M.H.C., Beaver Falls, Pennsylvania -- to acquire Peoples Home Savings Bank. Approved, May 27, 1997.
Dallas	Premier Bancshares, Inc., La Grange, Texas, and Premier Holdings Nevada, Inc., Carson City, Nevada -- to acquire Citizens State Bank, Hempstead, Texas. Approved, May 27, 1997.
Dallas	Southwest Bancorporation of Texas, Houston, Texas -- waiver of application to acquire Pinemont Bank, Houston, Texas. Granted, May 28, 1997.
New York	Summit Bancorp, Princeton, New Jersey -- to merge with Collective Bancorp, Inc., Egg Harbor City, New Jersey, and acquire Collective Bank, and engage in operating a federal savings bank. Approved, May 29, 1997.
Philadelphia	Susquehanna Bancshares, Inc., Lititz, Pennsylvania -- to acquire Founders Bank, Bryn Mawr, Pennsylvania. Approved, May 27, 1997.
Minneapolis	TCF Financial Corporation, Minneapolis, Minnesota -- to engage in leasing personal property through the acquisition of Winthrop Resources Corporation, Minnetonka, Minnesota. Approved, May 30, 1997.

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

BANK HOLDING COMPANIES

Secretary Whipple Family Limited Partnership, Arkadelphia,
Arkansas -- to acquire additional shares of Horizon
Bancorp, Inc.
Approved, May 30, 1997.

GC Winkler Family Holdings, LLP, D'Hanis, Texas --
determination that it is a qualified family
partnership under the Bank Holding Company Act.
Granted, May 28, 1997.

BANK MERGERS

Atlanta Gulf Bank, Orange Beach, Alabama -- to acquire
certain assets and assume certain liabilities of
First Bank of Baldwin County, Robertsedale, Alabama.
Approved, May 29, 1997.

New York Summit Bank, Hackensack, New Jersey -- to merge with
Collective Bank, Egg Harbor, New Jersey, and
establish branches.
Approved, May 29, 1997.

COMPETITIVE FACTORS REPORTS

Chicago Bank Calumet, National Association, Hammond, Indiana,
proposed merger with Bank Calumet, National
Association, Chicago Heights, Illinois -- report on
competitive factors.
Submitted, May 27, 1997.

Richmond Carolina First Bank, Greenville, South Carolina,
proposed merger with Lowcountry Savings Bank, Inc.,
Mount Pleasant, South Carolina -- report on
competitive factors.
Submitted, May 29, 1997.

San Francisco Centennial Bank, Olympia, Washington, proposed
acquisition of the assets and assumption of the
liabilities of the Shelton, Washington, branch of
Wells Fargo Bank, N.A., San Francisco, California -
- report on competitive factors.
Submitted, May 30, 1997.

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

COMPETITIVE FACTORS REPORTS

Atlanta	Community Savings Bank, F.A., North Palm Beach, Florida, proposed acquisition of the assets and assumption of the liabilities of Community Interim Federal Savings Association -- report on competitive factors. Submitted, May 27, 1997.
Chicago	Denmark State Bank, Denmark, Wisconsin, proposed purchase of certain assets and assumption of certain liabilities of the Reedsville, Wisconsin, branch of M&I Bank Northeast, Green Bay, Wisconsin -- report on competitive factors. Submitted, May 27, 1997.
Cleveland	Fifth Third Bank of Western Ohio, Piqua, Ohio, proposed acquisition of the assets and assumption of the liabilities of 29 branches of The Fifth Third Bank, Cincinnati, and establishment of branches -- report on competitive factors. Submitted, May 29, 1997.
St. Louis	First Bank and Trust Company, Jackson, Missouri, proposed purchase of the assets and assumption of the liabilities of First National Bank and Trust Company, Carbondale, Illinois -- report on competitive factors. Submitted, May 30, 1997.
Secretary	First Security Bank, N.A., Ogden, Utah, proposed merger with First Security Bank of Oregon, Salem, Oregon -- report on competitive factors. Submitted, May 29, 1997.
Richmond	First-Citizens Bank & Trust Company, Raleigh, North Carolina, proposed merger with Savings Bank of Rockingham County, Inc., SSB, Reidsville, North Carolina -- report on competitive factors. Submitted, May 27, 1997.

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

COMPETITIVE FACTORS REPORTS

- Richmond Lumbee Guaranty Bank, Pembroke, North Carolina, proposed purchase of certain assets and assumption of certain liabilities of the Fairmont, North Carolina, branch of Progressive Savings and Loan, Ltd., Lumberton, North Carolina -- report on competitive factors.
Submitted, May 29, 1997.
- St. Louis Magna Bank, N.A., Waterloo, Iowa, proposed merger with Magna Bank, Monticello, Magna Bank, Indianola, Magna Bank, Oelwein, Magna Interim Bank-Cedar Rapids, N.A., Cedar Rapids, Magna Interim Bank-Decorah, N.A., Decorah, Magna Interim Bank-Des Moines, N.A., Des Moines, Magna Interim Bank-Iowa City, N.A., Iowa City, Magna Interim Bank-Vinton, N.A., Vinton, and Magna Interim Bank-Waterloo, N.A., Waterloo, Iowa -- report on competitive factors.
Submitted, May 30, 1997.
- St. Louis Magna Bank, -- National Association, Brentwood, Missouri, proposed merger with Magna Bank, N.A., Waterloo, Iowa -- report on competitive factors.
Submitted, May 30, 1997.
- St. Louis Magna Interim Bank-Cedar Rapids, N.A., Cedar Rapids, Iowa, proposed purchase of certain assets and assumption of certain liabilities of the Cedar Rapids branch of Magna Bank, FSB, Des Moines, Iowa -- report on competitive factors.
Submitted, May 30, 1997.
- St. Louis Magna Interim Bank-Decorah, N.A., Decorah, Iowa, proposed purchase of certain assets and assumption of certain liabilities of the Decorah branch of Magna Bank, FSB, Des Moines, Iowa -- report on competitive factors.
Submitted, May 30, 1997.
- St. Louis Magna Interim Bank-Des Moines, N.A., Des Moines, Iowa, proposed merger with Magna Bank, FSB, Des Moines, Iowa -- report on competitive factors.
Submitted, May 30, 1997.

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

COMPETITIVE FACTORS REPORTS

St. Louis	Magna Interim Bank-Vinton, N.A., Vinton, Iowa, proposed purchase of certain assets and assumption of certain liabilities of the Vinton branch of Magna Bank, FSB, Des Moines, Iowa -- report on competitive factors. Submitted, May 30, 1997.
St. Louis	Magna Interim Bank-Waterloo, N.A. Waterloo, Iowa, proposed purchase of certain assets and assumption of certain liabilities of the Home Plaza and downtown Waterloo branch of Magna Bank, FSB, Des Moines, Iowa -- report on competitive factors. Submitted, May 30, 1997.
St. Louis	Mercantile Bank National Association, Hartford, Illinois, proposed purchase of the assets and assumption of the liabilities of four Illinois branches of Roosevelt Bank, Chesterfield, Missouri -- report on competitive factors. Submitted, May 29, 1997.
Kansas City	Mercantile Bank of Plattsburgh, Plattsburgh, Missouri, proposed merger with Roosevelt Bank, FSB, Chesterfield, Missouri -- report on competitive factors. Submitted, May 29, 1997.
Kansas City	New McCurtain County National Bank, Broken Bow, Oklahoma, proposed merger with McCurtain County National Bank, Idabel, Oklahoma -- report on competitive factors. Submitted, May 29, 1997.
Dallas	Norwest Bank Texas, South Central, Victoria, Texas, proposed merger with West Columbia National Bank, West Columbia, Texas -- report on competitive factors. Submitted, May 29, 1997.
St. Louis	Seligman Bancshares, Inc., Seligman, Missouri -- change in bank control. Permitted, May 30, 1997.

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

COMPETITIVE FACTORS REPORTS

- Secretary** SouthTrust Bank of Alabama, N.A., Birmingham, Alabama, proposed merger with SouthTrust Bank of North Carolina, Charlotte, North Carolina; SouthTrust Bank of Northwest Florida, Marianna, Florida; SouthTrust Bank of Russell County, Phenix City, Alabama; SouthTrust Bank of Columbus, N.A., Columbus, Georgia; SouthTrust Bank of Florida, N.A., St. Petersburg, Florida; SouthTrust Bank of South Mississippi, Biloxi, Mississippi; SouthTrust Bank of Tennessee, N.A., Nashville, Tennessee; and SouthTrust Bank of South Carolina, N.A., Charleston, South Carolina -- report on competitive factors.
Submitted, May 28, 1997.
- Kansas City** Southwest Kansas National Bank, Ulysses, Kansas, proposed merger with Southwestern Savings & Loan Association of Hugoton, Hugoton, Kansas -- report on competitive factors.
Submitted, May 28, 1997.
- Secretary** United States National Bank of Oregon, Portland, Oregon, proposed merger with U.S. Bank of Idaho, Boise, Idaho; U.S. Bank of Nevada, Reno, Nevada; U.S. Bank of Utah, Salt Lake City, Utah; U.S. Bank of California, Sacramento, California; and U.S. Bank of Washington, N.A., Seattle, Washington -- report on competitive factors.
Submitted, May 29, 1997.

EXTENSIONS OF TIME

- New York** Bank Austria AG, Vienna, Austria -- extension to April 30, 1998, to engage de novo in certain lending activities through Bank Mortgage Corp., New York, New York.
Granted, May 27, 1997.
- Boston** Campello Bancorp, Brockton, Massachusetts -- extension to engage in loan servicing activities.
Granted, May 28, 1997.

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

EXTENSIONS OF TIME

Minneapolis Flint Valley Bank, Philipsburg, Montana -- extension to October 1, 1997, to establish a branch in Drummond, Montana.
Granted, May 30, 1997.

INTERNATIONAL OPERATIONS

Philadelphia MBNA America Bank, N.A., Wilmington, Delaware -- to establish a branch of MBNA International Bank Limited, Chester, England, in Dublin, Republic of Ireland.
Approved, May 27, 1997.

Philadelphia MBNA America Bank, N.A., Newark, Delaware -- to make an investment in MBNA International Bank Limited, Chester, England.
Approved, May 27, 1997.

MEMBERSHIP

Minneapolis Minnesota BANKFIRST, Minneapolis, Minnesota -- to become a member of the Federal Reserve System.
Approved, May 27, 1997.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Commercial Bank Report of Consumer Credit (FR 2571); Report on Passenger Auto Contract Collection Trends (FR 2012); Quarterly Report of Interest Rates on Selected Director Consumer Installment Loans (FR 2835); Quarterly Gasoline Company Report (FR 2580); Automobile Finance Terms (FR 2005); Report of Terms of Credit Card Plans (FR 2572); and the Monthly Survey of Industrial Electricity Use (FR 2009b) -- extension, with revision; and Quarterly Report of Credit Card Plans (FR 2835a) -- extension, without revision.

Proposed, May 13, 1997.

Report of Commercial Paper Outstanding Placed by Brokers and Dealers (FR 2957a) and the Report of Commercial Paper Outstanding Placed Directly by Issuers (FR 2957b); and Daily Report of Offering Rates on Commercial Paper (FR 2957d) -- to discontinue.

Proposed, May 13, 1997.

Report of Transaction Accounts, Other Deposits and Vault Cash (FR 2900); Report of Certain Eurocurrency Transactions (FR 2950/2951) -- extension with revision; Quarterly Report of Selected Total Deposits and Reservable Liabilities (FR 2910q); Annual Report of Total Deposits and Reservable Liabilities (FR 2910a); Allocation of Low Reserve Tranche and Reservable Liabilities exemption (FR 2930/2930a); Daily Advance Report of Deposits (FR 2000); and Weekly Advance Report of Deposits (FR 2001) -- extension, without revision.

Proposed, May 13, 1997.

Uniform Application for Municipal Securities Principal or Municipal Securities Representative Associated with a Bank Municipal Securities Dealer; and Uniform Termination Notice for Municipal Securities Principal or Municipal Securities Representative Associated with a Bank Municipal Securities Dealer (FR MSD-4 and FR MSD-5) -- extension, with revision.

Proposed, May 13, 1997.

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

BANK HOLDING COMPANIES

- San Francisco California Community LLC, Los Angeles, California;
First Coastal Bancshares and First Coastal Bank,
N.A., both of El Segundo, California -- waiver of
application to acquire Marina Bank, Marina Del Rey,
California.
Granted, May 23, 1997.
- Philadelphia First National Community Bancorp, Inc., Dunmore,
Pennsylvania -- to acquire First National Community
Bank.
Approved, May 23, 1997.

COMPETITIVE FACTORS REPORTS

- Atlanta Pioneer Bank, Chattanooga, Tennessee (a de novo
savings association), proposed acquisition of the
assets and assumption of the liabilities of a
commonly owned commercial bank also named Pioneer
Bank -- report on competitive factors.
Submitted, May 7, 1997.

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

NONE

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

SECTION VI - APPLICATIONS BULLETIN

Effective April 21, 1997, information regarding the comment periods associated with applications and notices submitted to the Federal Reserve Bank of Boston for processing under section 3 and 4(c)(8) of the Bank Holding Company Act of 1956, as amended, will be available 24 hours a day by calling the following toll-free number 1-800-896-9480.

*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**

Application by MSB Holding Company, a proposed New Jersey mutual holding company, and its subsidiary, MSB Financial Inc., a proposed New Jersey stock holding company, both of Wall Township, New Jersey, to acquire 100 percent of the shares of common stock of Manasquan Savings Bank, Wall Township, New Jersey, a New Jersey stock savings bank and the proposed successor to Manasquan Savings Bank, a New Jersey mutual savings bank.^{1/}

NA

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 May 31, 1997

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
None.		

-
- 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**

Northumberland Bancorp, Dunmore, PA to become a bank holding company through the acquisition of The Northumberland National Bank, Northumberland, PA, pursuant to Section 3(a)(1)RN of the Bank Holding Company Act.

Newspaper comment period expires: 05/028/97

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

*Fulton Financial Corp, Lancaster, PA to acquire 100 percent of the voting shares of The Peoples Bank of Elkton, Elkton, MD., pursuant to Section 3(a)(3) of the Banking Holding Company Act.

Newspaper comment period expires: 06/23/97
Federal Register comment period expires: N/Avail

*The state for Peoples Bank of Elkton was noted incorrectly on last weeks report. The correct state should have been Maryland.

**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**

Penncore Financial Services Corporation, Newtown, PA for a Determination of Application Requirement related to its acquisition of ML Bancorp, Inc., and, indirectly, its wholly-owned subsidiary, Main Line Bank, both of Villanova, PA, pursuant to Section 3 of the Bank Holding Company Act.

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 May 30, 1997.

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.

Bank/Location

Examination Date

CRA Rating

Farmers Trust
817 Cumberland Street
Lebanon, PA 17042

01/13/97

Satisfactory

APPLICATIONS BULLETIN
(For the week ending May 31, 1997)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Notice by Andover Bank, Andover, OH received on May 27, 1997, *June 21, 1997
to establish a branch at the intersection of Sandusky Street and
State Street, Conneaut, OH.

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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Notice by Huntington Bancshares, Columbus, OH received on *June 17, 1997
May 27, 1997, to engage through its subsidiary, Huntington Capital
Corp., Columbus, OH in underwriting and dealing to a limited
extent in all types of debt securities.

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

Notice by National City Corp, Cleveland, OH received on May 27, 1997, to acquire certain
assets of InTra Con, Inc., Burton, MI through its subsidiary National Processing, Inc.,
Louisville, KY.

Notice by National City Corp, Cleveland, OH received on May 27, 1997, to acquire MRS
Jamaica, Inc., Houston, TX through its subsidiary National Processing, Inc., Louisville, KY.

* - 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

(May 30, 1997)

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 May 30, 1997. 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.

The Savings Bank and Trust Company
101 West Market
Orrville, OH 44667
Rating: Satisfactory
Exam. Date: 3-17-97
Disclosure Date: 5-27-97
RSSD#627023

The Farmers Bank and Savings Company
211 West Second Street
P.O. Box 626
Pomeroy, OH 45769
Rating: Outstanding
Exam Date: 3-17-97
Disclosure Date: 5-29-97
RSSD#58225

Heartland Bank
939 E. Johnston Road
Gahanna, OH 43230
Rating: Satisfactory
Exam Date: 1-21-97
Disclosure Date: 5-29-97
RSSD#853112

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Triangle Bank, Raleigh, North Carolina, to acquire eight branches of United Carolina Bank, Whiteville, North Carolina, and two branches of Branch Banking and Trust Company, Winston-Salem, North Carolina.*	6-26-97
First Virginia Bank of Tidewater, Norfolk, Virginia, to establish a branch inside the Wal-Mart Super-Center at 1200 North Main Street, Suffolk, Virginia.*	6-26-97

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

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

Section III - Applications Subject to Federal Register Notice

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

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

Application

Abbeville Capital Corporation, Abbeville, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of The Bank of Abbeville, Abbeville, South Carolina.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending May 30, 1997

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.

RSSD

Examination

Number

Name of Bank

Date

Rating

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 30, 1997

Section 1 - Applications Subject to Newspaper Notice Only

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

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

<u>Application</u>	<u>Comment Period Ending Date</u>
First Citizens Bancorp, Inc. Monroeville, Alabama Change in control notice by Mr. Charlie Deer to acquire an additional 14.77 percent of the outstanding shares of First Citizens Bancorp, Inc., Monroeville, Alabama. The acquisition will increase Mr. Deer's total ownership to 24.75 percent.	06-05-97* Newspaper
ECSB Holding Company, Inc. Fort Walton Beach, Florida To merge with American National Financial Corporation, Panama City, Florida, and thereby directly acquire First National Northwest Florida, Panama City, Florida, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Not yet available*
Jamestown Union Bancshares, Inc. Jamestown, Tennessee Change in control by Mr. Willard M. Johnson, as managing general partner of the WMJ/RMJ Family Limited Partnership II, Houston, Texas (Partnership), to transfer 17.7 percent of the shares of Jamestown Union Bancshares, Inc., Jamestown, Tennessee, currently owned directly by him, to Partnership, pursuant to the Change in Bank Control Act of 1978.	Not yet available*
First State Bancshares of Blakely, Inc. Blakely, Georgia To convert its wholly-owned thrift subsidiary, First Federal Savings Bank of Southwest Georgia, Donalsonville, Georgia, to a state-chartered commercial bank, First State Bank of Donalsonville, Donalsonville, Georgia, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	06-29-97* Newspaper

Section 3 - Applications Subject to Federal Register Only

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

*Subject to the provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 30, 1997

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

Application

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 30, 1997

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.

Bank

CRA Rating

Examination Date

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 30, 1997

Recently Approved Applications

Approval Date

Gulf Bank

05-29-97

Orange Beach, Alabama

To acquire certain assets and assume certain liabilities of its affiliate bank, First Bank of Baldwin County, Robertsedale, Alabama, pursuant to Section 18(c) of the Federal Deposit Insurance Act.

Louisiana Bancshares, Inc.

05-30-97

Baton Rouge, Louisiana

Notice for 1-BHC formation, Louisiana Bank and Trust Company, Baton Rouge, Louisiana.

AmSouth Bank of Tennessee

05-27-97

Chattanooga, Tennessee

To establish a branch located at 2017 Mallory Lane, Franklin, Tennessee.

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>
Merger & Branch	Old Kent Bank Grand Rapids, Michigan Old Kent Bank Elmhurst, Illinois and to establish 26 branches	NP - 5-30-97
Merger & Branch	M&I Bank of Fox Valley Appleton, Wisconsin 5 branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish 5 branches	NP - **
Merger & Branch	M&I Bank Northeast Green Bay, Wisconsin 10 branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish 10 branches	NP - **
Merger & Branch	M&I Bank of Eagle River Eagle River, Wisconsin Eagle River, Wisconsin & Three Lakes, Wisconsin branches of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish branches at 633 North Railroad Street Eagle River, Wisconsin 624 Anderson Street Three Lakes, Wisconsin	NP - **
Branch	1st Source Bank South Bend, Indiana 801 West Wayne Avenue Middlebury, Indiana	NP - 6-23-97
Branch	Prairie Bank & Trust Company Bridgeview, Illinois Caton Farm Road and Route 59 Joliet, Illinois	NP - 6-20-97

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	M&I Bank of Menomonee Falls Menomonee Falls, Wisconsin Menomonee Falls, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at N85 W16058 Appleton Avenue Menomonee Falls, Wisconsin	NP - **
Merger & Branch	M&I Bank of Shawano Shawano, Wisconsin Shawano, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 401 East Green Bay Street Shawano, Wisconsin	NP - **
Merger & Branch	M&I Bank of South Central Watertown, Wisconsin Watertown, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 808 East Main Street Watertown, Wisconsin	NP - **
Merger & Branch	M&I Central State Bank Oshkosh, Wisconsin Oshkosh, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 347 North Sawyer Street Oshkosh, Wisconsin	NP - **

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	M&I Lake Country Bank Hartland, Wisconsin Oconomowoc, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 326 East Wisconsin Avenue Oconomowoc, Wisconsin	NP - **
Merger & Branch	M&I Merchants Bank Rhineland, Wisconsin Rhineland, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 4 South Brown Street Rhineland, Wisconsin	NP - **
Merger & Branch	M&I First American Bank Wausau, Wisconsin Wausau, Wisconsin & Rothschild, Wisconsin branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish branches at 400 4th Street Wausau, Wisconsin 2001 Steward Avenue Wausau, Wisconsin 1134 Grand Avenue Rothschild, Wisconsin	NP - **
Branch	State Bank Everly, Iowa 301 North Main Street Everly, Iowa	NP - 6-14-97

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	M&I Bank of Racine Racine, Wisconsin Racine, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish branches at 468 College Avenue Racine, Wisconsin 4100 Durand Avenue Racine, Wisconsin 3215 Douglas Avenue Racine, Wisconsin 5100 Washington Avenue Racine, Wisconsin	NP - **
Merger & Branch	Quad City Bank & Trust Company Bettendorf, Iowa Quad City Bank & Trust Company-Illinois (in organization) Moline, Illinois and to establish a branch at 3551 Seventh Street Moline, Illinois	NP - 4-30-97
Branch	Bank of Lenawee Adrian, Michigan 450 East Michigan Avenue Saline, Michigan	NP - 5-31-97

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(3)	Capitol Bancorp, Ltd.* Lansing, Michigan Valley First Community Bank (in organization) Scottsdale, Arizona	FR - 5-27-97 NP - 5-14-97
3(a)(3)	Sun Community Bancorp, Ltd.* Tucson, Arizona Valley First Community Bank (in organization) Scottsdale, Arizona	FR - 5-27-97 NP - 5-14-97
3(a)(1)	Bancorp of New Glarus, Inc.* New Glarus, Wisconsin Bank of New Glarus New Glarus, Wisconsin	FR - 6-6-97 NP - 6-2-97
3(a)(3)	Shorebank Corporation* Chicago, Illinois Shorebank Pacific Corporation Ilwaco, Washington Shoretrust Bank Seattle, Washington	FR - 5-17-97 NP - 5-28-97
3(a)(1)	Shorebank Pacific Corporation* Ilwaco, Washington Shoretrust Bank Seattle, Washington	FR - 5-17-97 NP - 5-28-97
CoC-HC	First State Bancorp of Monticello, Inc. Monticello, Illinois by John W. Corley	FR - 5-16-97 NP - 6-03-97

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)	Schonath Family Partnership, A Limited Partnership* Oconomowoc, Wisconsin InvestorsBancorp, Inc. Pewaukee, Wisconsin InvestorsBank (in organization) Pewaukee, Wisconsin	FR - 5-30-97 NP - 5-16-97
3(a)(1)	InvestorsBancorp, Inc.* Pewaukee, Wisconsin InvestorsBank (in organization) Pewaukee, Wisconsin	FR - 5-30-97 NP - 5-16-97
3(a)(1)	FBA Bancorp Inc.* Chicago, Illinois First Bank of the Americas, S.S.B. Chicago, Illinois	FR - 6-12-97 NP - **
3(a)(3)	Central Illinois Bancorp, Inc.* Sidney, Illinois First Ozaukee Capital Corporation Cedarburg, Wisconsin First Ozaukee Savings Bank Cedarburg, Wisconsin	FR - 6-26-97 NP - **
3(a)(3)	Firstbank Corporation* Alma, Michigan Lakeview Financial Corporation Lakeview, Michigan Bank of Lakeview Lakeview, Michigan	FR - 6-9-97 NP - 6-8-97
3(a)(1)	Covest Bancshares, Inc.* Des Plaines, Illinois Covest Bank, N.A. (formerly First Federal Bank of Des Plaines) Des Plaines, Illinois	FR - ** NP - 6-30-97

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4(c)(8)	Caisse Nationale de Credit Agricole, S.A. Paris, France Dean Witter Reynolds Inc. New York, New York Dean Witter International, Ltd. London, England	FR - 6-13-97
4(c)(8)	Credit Agricole Indosuez Paris, France Dean Witter Reynolds Inc. New York, New York Dean Witter International, Ltd. London, England	FR - 6-13-97
4(c)(8)	Pinnacle Financial Services, Inc. St. Joseph, Michigan CB Bancorp, Inc. Michigan City, Indiana Community Bank, a Federal Savings Bank Michigan City, Indiana	FR - 6-19-97
4(c)(8)	Pinnacle Financial Services, Inc. St. Joseph, Michigan Indiana Federal Corporation Valparaiso, Indiana Indiana Federal Bank Valparaiso, Indiana IndFed Financial Services, Inc. Valparaiso, Indiana IndFed Mortgage Company Valparaiso, Indiana IndFed Investment Services, Inc. Valparaiso, Indiana Forest Holdings, Inc. Lisle, Illinois	FR - 6-19-97

Federal Reserve Bank of Chicago

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

Type

Application

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 May 30, 1997. 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>
Linden State Bank 100 North Meridan Linden, Indiana 47955 (317) 339-4646 RSSD# 157744	2/03/97	O
The Home Trust and Savings Bank 628 Main Street Osage, Iowa 50461-1308 (515) 732-3763 RSSD# 60545	2/03/97	NI
F&M Bank Northeast 160 East Pulaski Street Pulaski, Wisconsin 54162 (414) 822-3225 RSSD# 282141	1/21/97	O

FEDERAL RESERVE BANK
OF CHICAGO

May 23, 1997

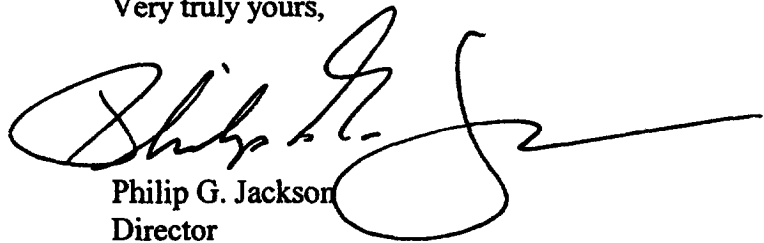
DIVISION OF BANKING
SUPERVISION & REGULATION
97 JUN -2 PM 4: 15
RECEIVED
CLEARING UNIT

To : Recipients of the Applications Bulletin

The Board of Governors issued the attached press release regarding the availability of information on applications and notices being processed by the Federal Reserve System. The Board has developed a new publication, called the H.2A, that will be available on the Internet via a 24 hour fax-on-demand facility, and by mail. As the H.2A will provide more complete and up-to-date information, on a system-wide basis, you may want to take advantage of this new publication. You can arrange for a subscription by either calling the Board's Publications Services at 202-452-3245 or by writing to Publications Services, MS-17, Federal Reserve Board, Washington, D.C. 20551.

If you wish to discontinue receiving this Reserve Bank's Weekly Application Bulletin, please write to me at Supervision and Regulation Department, Applications Division, Federal Reserve Bank of Chicago, P.O. Box 834, Chicago, IL, 60690-0834, or call 312-322-6145.

Very truly yours,



Philip G. Jackson
Director

FEDERAL RESERVE press release



For immediate release

April 30, 1997

The Federal Reserve Board announced today the start of a new weekly publication that lists applications and notices, together with the deadline for comment, that have been filed under the Bank Holding Company Act or the Change in Bank Control Act.

The new publication is available in three forms:

- By a fax-on-demand call-in facility that is available 24 hours a day, 7 days a week, and will automatically fax a copy of the new publication to the caller. The call-in number is 202-452-3655
- On the Board's Internet Home Page at www.bog.frb.fed.us
- By mail by contacting the Board's Publications Services at 202-452-3245 or by writing to Publications Services, MS-127, Federal Reserve Board, Washington, D.C. 20551.

In its recent revision of Regulation Y, the Board announced that it would take steps to improve the effectiveness and timeliness of public notices of merger and acquisition proposals. The new publication, numbered the H.2A, lists applications and notices alphabetically by applicant together with the appropriate Federal Reserve Bank where comments may be filed, and who to contact to receive the public portion of the application.

Posting of the publication on the Board's Home Page allows a user to search for a notice by the applicant's name, acquiree's name or activity, section of law, or by Reserve Bank. The information will be updated at least every three business days.

The H.2, which lists actions taken by the Board on applications plus applications received, and Community Reinvestment activities, will continue to be published.

FEDERAL RESERVE BANK OF ST. LOUIS**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**

* Section 3(a)(3) notification by Simmons First National Corporation, Pine Bluff, Arkansas, to acquire First Bank of Arkansas, Searcy, Arkansas, and First Bank of Arkansas, Russellville, Arkansas.

Federal Register: 6-27-97

* Section 3(a)(5) notification by First United Bancshares, Inc., El Dorado, Arkansas, to acquire Fredonia Bancshares, Inc., Nacogdoches, Texas.

Newspaper: 6-22-97

Change in control notification involving Nashoba Bankshares, Inc., Memphis, Tennessee, by Waymon H. Welch, Jr.

N/A

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**

None.

* This 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

First National Bancorp of River Falls, Inc., River Falls, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of First National Bank of River Falls, River Falls, Wisconsin. *

June 26, 1997
(Federal Register)

Ewen Bancshares, Inc., Ewen, Michigan, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of State Bank of Ewen, Ewen, Michigan. *

June 26, 1997
(Federal Register)

State Bank of Hawley Employee Stock Ownership Plan and Trust, Hawley, Minnesota for prior approval to acquire 32.8% of the voting shares of the Bankshares of Hawley, Inc., Hawley, Minnesota. *

June 27, 1997
(Federal Register)

Cobb Limited Partnership, St. Croix Falls, Wisconsin to acquire control of 55.7% of the voting shares of Financial Services of St. Croix Falls, Inc., St. Croix Falls, Wisconsin.

Not yet available

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject
to Federal Register Notice Only

Application

Comment Period
Ending Date

Norwest Corporation, Minneapolis, Minnesota to engage in the residential mortgage lending business through the acquisition of Revelation Mortgage Company of America, Washington, D.C., a joint venture with Revelation Mortgage Corporation.

Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section V - Availability of

CRA Public Evaluations

week ending May 30, 1997

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.

BANK(S) EXAMINED

DATE OF EXAMINATION

CRA RATING

NONE.

KANSAS CITY RESERVE BANK APPLICATIONS AND REPORTS RECEIVED
During the week ending May 30, 1997

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

John B. Bedene, Bruce Fowler Bedene, Becky Suzanne Bualle, and Barry William Bedene, as co-trustees of the Trust Estate established by the Will of John H. Bedene, Deceased, all of Arma, Kansas; for prior acquire to acquire 51 percent of the voting shares of Bedene Insurance Agency, Inc., Arma, Kansas, and thereby indirectly acquire The First State Bank, Arma, Kansas.*

June 18, 1997

John C. Sullivan, Livingston, Montana; for prior approval to acquire an additional 4.40 percent, for a total of 33.34 percent, of the voting shares of Northeastern Wyoming Bank Corporation, Newcastle, Wyoming, and thereby indirectly acquire First State Bank of Newcastle, Newcastle, Wyoming.*

June 17, 1997

First National Bancshares of Gallatin, Inc., Gallatin, Missouri; for prior approval to become a bank holding company by acquiring 100 percent of the voting shares of Interim First National Bank of Gallatin, Gallatin, Missouri, which will be merged with First National Bank of Gallatin, Gallatin, Missouri.*

June 27, 1997

George H. Moyer, Jr., Co-Trustee and Co-Personal Representative and Jon M. Moyer, Co-Trustee and Co-Personal Representative, to increase ownership of the voting shares of Madison Bancshares, Inc., Madison, Nebraska, from 33.3 percent to 46.6 percent.*

Not Available

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>RSSD#</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Unita County State Bank 128 North Birch Street Mountain View, Wyoming	85052	2-27-97	5-30-97	Substantial Noncompliance

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF MAY 27, 1997

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
Alvin L. Fields, Honey Grove, TX, et al,
to acquire an interest in
Quadco Bancshares, Inc., Ladonia, TX

N/A

*Section 3(a)(1) application by
New Woodson Bancshares, Inc., Graham, TX,
to acquire Woodson Bancshares, Inc., Woodson, TX,
First State Bancorp, Inc., Carson City, NV,
and First State Bank, Graham, TX

N/A

*Section 3(a)(1) application by
Bedford Bancshares, Inc., Bedford, TX, to acquire
Bedford Delaware Bancshares, Inc., Dover, DE,
and Western American National Bank, Bedford, TX
(Previously reported during the week of 97/05/19)

97/06/23

*Section 3(a)(1) application by
Bedford Delaware Bancshares, Inc., Dover, DE, to acquire
Western American National Bank, Bedford, TX
(Previously reported during the week of 97/05/19)

97/06/23

*Section 3(a)(3) applications by
Moody Bancshares, Inc., Galveston, TX, and
Moody Bank Holding Company, Reno, NV, to acquire
Bank of Galveston, N.A., Galveston, TX

97/06/23

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

APPLICATION

NOTICE EXP

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 MAY 27, 1997

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>
Minden Bank & Trust Company 401 Main Street P.O. Box 400 Minden, Louisiana 188551	96/08/12	Satisfactory

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 5/30/97

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

Neighborhood Bancorp, San Diego, California, to become a bank holding company by acquiring Neighborhood National Bank (In Organization), San Diego, California. *

Newspaper: Not available

Fed. Reg.: 6/23/97

Randall M. Proctor, Sandy, Oregon, to increase his ownership up to 24.0 percent of CCB Financial Corporation, Sandy, Oregon. *

Newspaper: Not available

Fed. Reg.: Not available

Section III - Applications Subject to Federal Register Only

None

Section IV - Applications Not Subject to Federal Register Notice
or Newspaper Notice (Cont'd.)

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 5/30/97

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>
None			

*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.

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed as of May 30, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
1st United Bancorp, Boca Raton, FL	Seaboard Savings Bank, F.S.B., Stuart, FL, operating a savings association (b)(4)(ii)	4	Atlanta	June 12, 1997
Allegiant Bancorp, Inc., Clayton, MO	Reliance Financial, Inc., St. Louis, MI, and Reliance Federal Savings and Loan Association of St. Louis County, St. Louis, MI, operating a savings and loan (b)(4)(ii)	4	St. Louis	June 9, 1997
AMCORE Financial, Inc., Rockford, IL	County Bank Shares Corp.; State Bank of Mt. Horeb; Mt. Horeb, WI; Belleville Bancshares Corp., Belleville, WI; Montello State Bank, Montello, WI; State Bank of Argyle, Argyle, WI; Citizens State Bank, Clinton, WI; Belleville State Bank, Belleville, WI	3	Chicago	April 22, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Arrendale, Thomas A., III, Gainesville, GA, Bussey, Cynthia A., Atlanta, GA, and Arrendale, Nelle, Clarkesville, GA, as partners in the Arrendale Undiversified Family Limited Partnership, Baldwin, GA	Habersham Bancorp, Cornelia, GA, and Habersham Bank, Clarkesville, GA	CIBC	Atlanta	June 5, 1997
Banco Bilbao Vizcaya, S.A., Bilbao, Spain	BBV LatInvest Securities Inc., New York, NY, securities activities (b)(1), (b)(4), (b)(15), and (b)(16)	4	New York	March 4, 1997
Bancorp Hawaii, Inc., Honolulu, HI	CU Bancorp, Encino, CA; California United Bank, Encino, CA	3	San Francisco	May 5, 1997
Bancorp of New Glarus, Inc., New Glarus, WI	The Bank of New Glarus, New Glarus, WI	3	Chicago	June 6, 1997
Bank of Idaho Holding Company, Idaho Falls, ID	Bank of Eastern Idaho, Idaho Falls, IA	3	San Francisco	June 9, 1997
Bank of New York Company, Inc., New York, NY	State Street Boston Corporation, Boston, MA; State Street Bank and Trust Company, Boston, MA, trust, securities and data processing activities (b)(3), (b)(4), and (b)(7)	3 and 4	New York	March 14, 1997
BanPonce Corporation, Hato Rey, Puerto Rico; Popular International Bank, Inc., Hato Rey, Puerto Rico; and BanPonce Financial Corp., Wilmington, DE	CBC Bancorp, Ltd., Chicago, IL; Capitol Bank of Westmont, Westmont, IL; Chicago Bank and Trust, Chicago, IL	3	New York	April 21, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
BanPonce Corporation, and Poplar International Bank, Inc., both of Hato Rey, Puerto Rico	National Bancorp, Inc., Streamwood, IL; AmericanMidwest Bank and Trust, Melrose Park, IL	3	New York	April 21, 1997
Bedene, John B., Bedene, Bruce Fowler, Bualle, Becky Suzanne, and Bedene, Barry William, as co-trustees of the Trust Estate established by the Will of John H. Bedene, Deceased, all of Arma, KS	Bedene Insurance Agency, Inc., Arma, KS, and The First State Bank, Arma, KS	CIBC	Kansas City	June 18, 1997
Bedford Bancshares, Bedford, TX, and Bedford Delaware Bancshares, Inc., Dover, DE	Western American National Bank, Bedford, TX	3	Dallas	June 23, 1997
Biggs, Danny; Grimes, Merlin & Nelva; ED&J, Inc.; Carr, Ronald & Carol; Sell, Steven J.; Schenk, Schenk; Call, Dennis; and Southland, R. Joe, Great Bend, Kansas	First Wakeeney Agency, Inc., Great Bend, KS, and Interstate Bank, Great Bend, KS	CIBC	Kansas City	May 30, 1996
Binger Agency, Inc., Binger, OK	Midstate Bancorp, Inc., Hinton, OK, and Legacy Bank TC, Blanchard, OK, and Legacy Bank, Hinton, OK	3	Kansas City	June 20, 1997
BNB Bancorp, Inc., Brookville, OH	Brookville National Bank, Brookville, OH	3	Cleveland	April 28, 1997
BonState Bancshares, Inc., Bonham, TX, and Bonham Financial Services, Inc., Dover, DE CORRECTION	Bonham State Bank, Bonham, TX	3	Dallas	April 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
BonState Bancshares, Inc., Bonham, TX, and Bonham Financial Services, Inc., Dover, DE	Bonham Financial Services, Inc., Dover, DE; Bonham State Bank, Bonham, TX	3	Dallas	April 25, 1997
Briscoe, Dolph, Jr., Uvalde, TX	Zavala Bankshares, Inc., Crystal City, TX	CIBC	Dallas	April 16, 1997
Buffalo Bancorp, Inc., Buffalo, TX; Buffalo Corp., Dover, DE	Citizens State Bank, Buffalo, TX	3	Dallas	May 8, 1997
Caisse Nationale de Credit Agricole and Credit Agricole Indosuez (formerly Banque Indosuez), both of Paris, France	Indosuez Carr Futures, Inc., Chicago, IL, purchasing the institutional futures business of Dean Witter Reynolds, Inc., & its London, England, based affiliate, Dean Witter Reynolds, Internat'l., Ltd., financial & investment advise (b)(6) and (7)	4	Chicago	June 13, 1997
California Community LLC, Los Angeles, CA	First Coastal Bancshares, El Segundo, CA ; First Coastal Bank, N.A., El Segundo, CA	3	San Francisco	April 11, 1997
Capitol Bancorp, Ltd., Lansing, MI and Sun Community Bancorp, Ltd., Tucson, AZ	Valley First Community Bank, Scottsdale, AZ	3	Chicago	May 27, 1997
Carson, Frank L., III, Mulvane, KS	Mulvane Bankshares, Inc., Mulvane, KS; Mulvane State Bank, Mulvane, KS	CIBC	Kansas City	April 23, 1997
Castle Creek Capital Partners Fund-I, L.P.; Castle Creek Capital, L.L.C.; and Eggemeyer Advisory Corporation, all of San Diego, CA	Rancho Santa Fe National Bank, Rancho Santa Fe, CA	3	San Francisco	April 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
CB Bancorp, Inc., Higginsport, OH	The Citizens Bank, Higginsport, OH	3	Cleveland	March 24, 1997
CCB Financial Corporation, Durham, NC	American Federal Banks, F.S.B., Greenville, SC, mortgage lending; acting as agent in the sale of certain credit related insurance; savings association; and brokerage services (b)(1)(iii), (8)(i), (9), and (15)	4	Richmond	May 16, 1997
Central Illinois Bancorp, Sidney, IL	First Ozaukee Capital Corporation, Cedarburg, WI, and First Ozaukee Savings Bank, Cedarburg, WI	3	Chicago	June 26, 1997
Century Bancorp, MHC, Bridgeton, NJ; and Century Bancorp, Inc., Bridgeton, NJ	Century Savings Bank, Bridgeton, NJ	3	Philadelphia	May 1, 1997
CH and JD Byrum, LLC, Indianapolis, IN	American State Bank, Lawrenceburg, IN; American State Corporation, Lawrenceburg, IN	3	Chicago	April 14, 1997
Citizens Bancorp, Corvallis, OR	Citizens Bank, Corvallis, OR	3	San Francisco	April 7, 1997
Citizens Banking Corporation, Flint, MI	CB Financial Corporation, Jackson, MI; CB North, Charlevoix, MI; City Bank & Trust, Jackson, MI; City Bank, Saint Johns, MI	3	Chicago	May 8, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Comerzbank AG, Frankfurt am Main, Germany	CAM Acquisition, LLC, Wilmington, DE Montgomery Asset Mangement, L.P., Montgomery Services, LLC, all of San Francisco, CA, securities activities (b)(7)(i) and (iii); financial & Investment advisory services (b)(6); administrative services	4	New York	May 14, 1997
Commercial Guaranty Bancshares, Inc., Shawnee Mission, KS	CGB Capital Corporation, Shawnee Mission, KS, private placement of securities (b)(7)(iii)	4	Kansas City	June 3, 1997
Commerzbank Aktiengesellschaft, Frankfurt Main, Germany	Commerz Futures Corporation, Chicago, IL, financial & investment advisory (b)(6)	4	New York	May 23, 1997
Community Bankshares Incorporated, Petersburg, VA	County Bank of Chesterfield, Midlothian, VA	3	Richmond	June 2, 1997
Community Capital Corporation, Greenwood, SC	The Bank of Newberry County, Newberry, SC	3	Richmond	May 29, 1997
Community Financial Corp., Edgewood, IA	Community Savings Bank, Robbins, IA	3	Chicago	May 16, 1997
Concord EFS, Inc., Memphis, TN	EFS Federal Savings Bank, Oakland, TN; First Federal Bank, FSB, Memphis, TN, operating a savings association (b)(4)(ii)	4	St. Louis	May 13, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A., Rabobank Nederland, Utrecht, Netherlands; and Smith Graham & Co. Asset Managers L.P., Houston, TX	Financial advisor (b)(1) & (2)	4	New York	June 17, 1997
Corley, John William, (1) Monticello, IL CONTINUED	First State Bancorp of Monticello, Inc., Monticello, IL State Bank of Hammond, Hammond, IL; First State Bank of Monticello, Monticello, IL; First State Bank of Bloomington, Bloomington, IL; First State Bank of Heyworth, Heyworth, IL; CONTINUED	CIBC	Chicago	May 16, 1997
Corley, John William, (2) Monticelli, IL	and First State Bank of Atwood, Atwood, IL	CIBC	Chicago	May 16, 1997
Covenant Bancorp, Inc., Haddonfield, NJ	Covenant Bank, Haddonfield, NJ	3	Philadelphia	April 22, 1997
Cox, Walter L., Sr., Naples, TX	Morris County Bankshares, Incorporated, Naples, TX; Morris County National Bank, Naples, TX	CIBC	Dallas	April 30, 1997
Credit Suisse Group, Zurich, Switzerland, and Credit Suisse First Boston Corp., New York, NY	TradeWeb, L.L.C., data processing (b)(7)	4	New York	April 16, 1997
Creditanstalt-Bankverein, Vienna, Austria	community investments (b)(6)	4	New York	February 24, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Criswell, Thomas E., Ada, OK; Horne, Bill J., Sr., Ada, OK; Howard, C.B., Ada, OK; Thompson, Richard J., Oklahoma City, OK; Wall, James N., Shawnee, OK, all as co-trustees,	First Ada Bancshares, Inc., Ada, OK; First National Bank and Trust Company, Ada, OK	CIBC	Kansas City	April 30, 1997
Crites, John William, Petersburg, WV	South Branch Valley Bancorp, Inc., Moorefield, WV, and South Branch Valley National Bank of Moorefield, Moorefield, WV	CIBC	Richmond	June 3, 1997
Cumberland Bancorp, Inc., Carthage, TN	The Bank of Mason, Mason, TN	3	Atlanta	April 4, 1997
Dartmouth Capital Group, Inc., Huntington Beach, CA; Dartmouth Capital Group, L.P., Huntington Beach, CA; Commerce Security Bancorp, Inc., Huntington Beach, CA; and SDN Bancorp, Inc., Encinitas, CA	Eldorado Bancorp, Irvine, CA; Eldorado Bank, Tustin, CA	3	San Francisco	April 25, 1997
Deer, Charlie, Monroeville, AL	First Citizens Bancorp, Inc., Monroeville, AL First Citizens Bank of Monroe County, Monroeville, AL	CIBC	Atlanta	May 27, 1997
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Dresdner Bank AG, Frankfurt, Germany, and Dresdner Kleinwort Benson, New York, NY	extending credit & servicing loans (b)(1), leasing personal/real property (b)(3), trust company functions (b)(5), financial/investment advisor (b)(6); agency transactional services for customer investment (b)(8); & management consulting & conseling (b)(9)	4	New York	June 17, 1997
DUNN Investment Co., Eagle Grove, IA	Dunn Shares, Inc., Eagle Grove, IA; Security Savings Bank, Eagle Grove, IA; and F&M Shares Corp., Eagle Grove, IA; Farmers & Merchants Savings Bank, Manchester, IA	3	Chicago	May 16, 1997
Eagle Investment Company, Inc., Glenwood, MN	Eagle Bank, Glenwood, MN	3	Minneapolis	June 13, 1997
ECSB Holding Company, Inc., Fort Walton Beach, FL	American National Financial Corporation, Panama City, FL and First National Bank Northwest Florida, Panama City, FL	3	Atlanta	June 27, 1997
Eden Financial Corporation, San Angelo, TX	The First State Bank of Rankin, Rankin, TX	3	Dallas	March 24, 1997
Ewen Bancshares, Inc., Ewen, MI	State Bank of Ewen, Ewen, MI	3	Minneapolis	June 26, 1997
Exchange Bankshares Corporation of Kansas, Atchison, KS	The Farmers and Merchants State Bank, Effingham, KS	3	Kansas City	May 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
F&M Bancorporation, Inc., Kaukana, WI; F&M Merger Corporation, Kaukana, WI	Citizen's National Bancorporation, Darlington, WI; Citizen's National Bank of Darlington, Darlington, WI	3	Chicago	May 12, 1997
F&M Bancorporation, Inc., Kaukana, WI; F&M Merger Corporation, Kaukana, WI	Wisconsin Ban Corp., Prairie Du Chien, WI; Prairie City Bank, Prairie Du Chien, WI	3	Chicago	May 12, 1997
F.N.B. Corporation, Hermitage, PA	Sun Bancorp, Inc., Selingsgrove, PA; Sun Bank, Selingsgrove, PA; Pennsylvania Sun Life Insurance Company, Phoenix, AR, insurance (b)(8)(i)	3 and 4	Cleveland	April 10, 1997
Fannin Bancorp, Inc., Employee Stock Ownership Plan and Trust, Windom, TX	Fannin Bancorp, Inc., Windom, TX, and Fannin Bank, Windom, TX	3	Dallas	June 12, 1997
Farmers State Bank of Fort Morgan, ESOP, Fort Morgan, CO	FSB Bancorporation, Inc., Fort Morgan, CO and Farmers State Bank, Fort Morgan, CO	3	Kansas City	June 2, 1997
Farmers State Holding Company, Marion, SD	First State Financial Services, Inc., Bridgewater, SD, and First State Bank, Bridgewater, SD	3	Minneapolis	May 30, 1997
FBA Bancorp, Inc., Chicago, IL	Interim First Bank, S.B., Chicago, IL, a de novo bank, First Bank of the Americas, SSB, Chicago, IL	3	Chicago	June 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Fields, Alvin L., Honey Grove, TX, and Wilburn, Ronald L., San Antonio, TX	Quadco Bancshares, Inc., Ladonia, TX, and Farmers and Merchants State Bank, Ladonia, TX	CIBC	Dallas	June 18, 1997
Fifth Third Bancorp, Cincinnati, OH	Suburban Bancorporation, Inc., Cincinnati, OH, Suburban Federal Savings Bank, Cincinnati, OH	4	Cleveland	May 27, 1997
Financial Services of St. Croix Falls, St. Croix Falls, WI	State Bank of Dennison, Dennison, MN	3	Minneapolis	June 6, 1997
First Bank System, Inc. (1), Minneapolis, MN CONTINUED	U.S. Bancorp; U.S. Nat'l Bank of Oregon, Portland, OR; U.S. Bank of Washington, N.A., Seattle, WA; U.S. Bank of Nevada, Reno, NV; U.S. Bank of Utah, Salt Lake City, UT; U.S. Bank of Idaho, Boise, ID; U.S. Bank of California, Sacramento, CA; CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (2), Minneapolis, MN CONTINUED	First State Bank of Oregon, Canby, OR; Sun Capital Bank, St. George, UT; and Business & Professional Bank, Woodland, CA; West One Trust Co., Salt Lake City, UT; LNB Corp., Alameda, CA; and U.S. Bank Trust Co., Portland, OR, CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (3), Minneapolis, MN CONTINUED	personal and institutional trust & fiduciary activities (b)(3); U.S. Bancorp Insurance Agency, Inc., Portland, OR, insurance agency activities (b)(8)(i) and (vii); U.S. Trade Services, Inc., Portland, OR, letter of credit activities, (b)(1)(iv); CONTINUED	3 and 4	Minneapolis	May 16, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Bank System, Inc. (4), Minneapolis, MN CONTINUED	West One Life Insurance Co., Portland, OR, credit reinsurance (b)(8)(i); CBI Mortgage, Modesto, CA, mortgage banking (b)(1)(iii); Compass Group, Inc., Spokane, WA, investment advisory services (b)(4); Island Bancorp Leasing, Inc., Alameda, CA, CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (5), Minneapolis, MN	leasing & equipment financing (b)(5); and numerous partnerships, community development activities, (b)(6)	3 and 4	Minneapolis	May 16, 1997
First Citizens Bancorp, Cleveland, TN	The Home Bank FSB, Ducktown, TN, savings association (b)(9)	4	Atlanta	April 25, 1997
First Citizens BancShares, Inc., Raleigh, NC	First Savings Financial Corp., Reidsville, NC, and First Savings Bank of Rockingham County, Inc., SSB, Reidsville, NC	3	Richmond	June 13, 1997
First Coastal Bancshares, El Segundo, CA	First Coastal Bank, N.A., El Segundo, CA	3	San Francisco	April 11, 1997
First Commerical Corporation, Little Rock, AR	First Central Corporation, Searcy, AR; First National Bank, Search, AR	3	St. Louis	April 22, 1997
First Financial Bancorp, Hamilton, OH	Southeastern Indiana Bancorp, Vevay, IN; Vevay Deposit Bank, Vevay, IN	3	Cleveland	April 14, 1997
First National Bancorp of River Falls, Inc., River Falls, WI	The First National Bank of River Falls, River Falls, WI	3	Minneapolis	June 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First National Bancshares of Gallatin, Inc., Gallatin, MO	Interim First National Bank of Gallatin, Gallatin, MO, First National Bank of Gallatin, Gallatin, MO	3	Kansas City	June 27, 1997
First National Community Bancorp, Inc., Dunmore, PA	First National Community Bank, Dunmore, PA	3	Philadelphia	May 10, 1997
First Security Corporation Employee Stock Ownership Plan, Norcross, GA	First Security Corporation, Norcross, GA; First Security National Bank, Norcross, GA	3	Atlanta	May 12, 1997
First State Bancshares of Blakely, Inc., Blakely, GA	First State Bank of Donalsonville, Donalsonville, GA	3	Atlanta	June 20, 1997
First United Bancshares, Inc., El Dorado, AR	Fredonia Bancshares, Inc., Nacogdoches, TX, and Fredonia State Bank, Nacogdoches, TX	3	St. Louis	June 30, 1997
Firstbank Corporation, Alma, MI	Lakeview Financial Corporation, Lakeview, MI, and Bank of Lakeview, Lakeview, MI	3	Chicago	June 9, 1997
FirstFederal Financial Services, Corp., Wooster, OH	FirstFederal Bank, N.A., Wooster, OH; Mobile Consultants, Inc., Wooster, OH, lending (b)(1) & (b)(2)	3 and 4	Cleveland	May 12, 1997
FirstFederal Financial Services, Corp., Wooster, OH	Summit Bancorp, Inc., Akron, OH; Summit Bank, Akron, OH; Summit Banc Investment Corporation, Akron, OH, investment advisory & securities brokerage (b)(6) and (7)	3 and 4	Cleveland	May 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Florida Bancshares, Inc., Dade City, FL	First National Bank of Pasco, Dade City, FL	3	Atlanta	April 21, 1997
Ford, Thomas Riley; Nelson, Paul Emil; and Southway, Henry Thomas, Alamosa, CO	Alamosa Bancorporation Ltd., Alamosa, CO; Alamosa National Bank, Alamosa, CO	CIBC	Kansas City	May 1, 1997
Fulton Financial Corporation, Lancaster, PA	The Peoples Bank of Elkton, Elkton, MD	3	Philadelphia	June 23, 1997
GBC Bancorp, Inc., Lawrenceville, GA	Gwinnett Banking Company, Lawrenceville, GA (in organization)	3	Atlanta	April 10, 1997
Gideon Bancshares Company, Dexter, MO	First Midwest Bank of Chaffee, Chaffee, MO	3	St. Louis	June 20, 1997
Giltner Investment Partnership, Ltd., Omaha, NE	The Avoca Company, Avoca, NE; Farmers State Bank, Bennett, NE	3	Kansas City	May 5, 1997
Gold Banc Corporation, Inc., Prairie Village, KS	Peoples Bancshares, Inc., Clay Center, KS, and Peoples National Bank of Clay Center, Clay Center, KS	3	Kansas City	June 13, 1997
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Guaranty Bancshares Corporation, Kansas City, KS	Bank of Coffey, Coffey, MO	3	Kansas City	June 4, 1997
Harris Financial MHC, Harrisburg, PA	Harris Financial Inc., Harrisburg, PA; Harris Savings Bank, Harrisburg, PA	3	Philadelphia	March 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Hendricks, Randall J. , Elsie, NE; and Orr, Warren , North Platte, NE	Elsie, Inc., Elsie, NE; Commercial State Bank, Elsie, NE	CIBC	Kansas City	March 14, 1997
Hohl Financial, Inc., Wahoo, NE	Wahoo State Bank, Wahoo, Nebraska	3	Kansas City	May 16, 1997
Huntington Bancshares, Inc., Columbus, OH CONTINUED	The Chase Manhattan Corp., Bankers Trust New York Corp., Citicorp and Security Pacific Corp. (75. Fed. Res. Bull. 192 (1989)	4	Cleveland	June 17, 1997
Huntington Bancshares, Inc., Columbus, OH, Huntington Capital Corp., Columbus, OH CONTINUED	underwriting & dealing to a limited extent in all types of debt securities, including corporate debt, sovereign debt securities, mortgage revenue bonds, mortgage- backed and consumer- receivable securities J.P. Morgan & Co., CONTINUED	4	Cleveland	June 17, 1997
Hyder, Ronald Hollis, and McNabb, Garry Wayne, both of Livingston, TN, as co- trustees of the Melissa Lynn Oakley 1996 Trust	First Holding Company, Inc., Livingston, TN, First National Bank of the Cumberlands, Livingston, TN	CIBC	Atlanta	June 2, 1997
Imperial Bancorp, Inglewood, CA	Imperial Bank Arizona, Phoenix, AZ	3	San Francisco	May 1, 1997
Industrial Bank of Japan, Ltd., Tokyo, Japan	Aubrey G. Lanston & Co., Inc., New York, NY, securities activities (b)(7); data processing (b)(14); financial & investment activities (b)(6); and underwriting (b)(8)	4	New York	May 12, 1997
Intra Financial Corporation, Clyde, KS	Peoples Bancorp of Belleville, Inc., Belleville, KS, and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
InvestorsBancorp, Inc., Pewaukee, WI	InvestorsBank, Pewaukee, WI	3	Chicago	May 30, 1997
John Porter Pennington, El Paso, TX	Ruidoso Bank Corporation, Ruidoso, NM, and Ruidoso State Bank, Ruidoso, NM	CIBC	Dallas	June 11, 1997
Johnson, Willard M., as managing general partner of the WMJ/RMJ Family Limited Partnership II, Houston, TX	Jamestown Union Bancshares, Inc., Jamestown, TN, and Union Bank, Jamestown, TN	CIBC	Atlanta	June 18, 1997
Kale, Denis L. and Sandra, Osceola, IA	Osceola Bancorporation, Osceola, IA; American State Bank, Osceola, IA	CIBC	Chicago	April 16, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Abdul-Rahman, Yahia and Magda, Pasadena, CA	Greater Pacific Bancshares, Whittier, CA; Bank of Whittier, N.A., Whittier, CA	CIBC	San Francisco	May 5, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Yahia and Magda Abdul-Rahman, Pasadena, CA	Kentucky Home Bank, Bardstown, KY	3	San Francisco	April 17, 1997
Korea Long Term Credit Bank, Seoul, Korea	Nara Bank, National Association, Los Angeles, CA	3	New York	May 1, 1997
Kremlin Bancshares, Inc., Kremlin, OK	Bank of Kremlin, Kremlin, OK	3	Kansas City	April 11, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Lane, Richard E.(1); McFadin, Nick, Jr.; Krause, Charles F.; Rockwald Ltd.; Wolff, Gary W.; Meadows, Gilbert R.; G. G. Gale Family Partners, Ltd.; BGG Associates, LC; Schroeder, George F.; all of San Antonio, TX; CONTINUED	South Texas Capital Group, Inc., San Antonio, TX; Plaza International Bank, N.A., San Antonio, TX; CONTINUED	CIBC	Dallas	May 2, 1997
Lane, Richard E.(2), San Antonio, TX; Garrett, Michael L. Garrett; Jack B. Sommerfield Defined Benefit Pension Plan, both of Dallas, TX; Wolff, George A.; Friddle, Paul R., both of Boerne, TX; CONTINUED	South Texas Capital Group, Inc., San Antonio, TX; Plaza International Bank, N.A., San Antonio, TX; CONTINUED	CIBC	Dallas	May 2, 1997
Lane, Richard E.(3), San Antonio, TX; Garrett, J. Patrick; and McDonie, Karen Wynne, Both of Houston, TX	South Texas Capital Group, Inc., San Antonio, TX; Plaza International Bank, N.A., San Antonio, TX	CIBC	Dallas	May 2, 1997
Lashute, Ronald J., Opelousas, LA	American Bancorp, Inc., Opelousas, LA and American Bank & Trust Company, Opelousas, LA	CIBC	Atlanta	May 23, 1997
Lauritzen Corporation (1), Omaha, NE CONTINUED	First National of Nebraska, Inc., Omaha, NE, & First Nat'l Bank of Kansas, Overland Park, KS; First Nat'l Bank and Trust Co., Columbus, NE; Fremont Nat'l Bank, Fremont, NE; Platte Valley State Bank, Kearney, NE; First Nat'l Bank, CONTINUED	3	Kansas City	June 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Lauritzen Corporation (2), Omaha, NE CONTINUED	North Platte, NE; and First National Bank of Omaha, Omaha, NE	3	Kansas City	June 2, 1997
Lloyds TSB Group PLC, and Lloyds Bank PLC, both of London, England	IAI Holdings Inc., Investment Advisers, Inc., Minneapolis, MN, trust services (b)(3); investment advisory services (b)(4); full-service brokerage (b)(15); foreign exchange execution & advisory services, and other advisory & administrative services	4	New York	March 26, 1997
Mahurin, Dixi, Bowling Green, KY; Mahurin, Peter and Dixie , Bowling Green, KY, acting in concert	First Cecilian Bancorp, Inc., Cecilia, KY, Cecilian Bank, Cecilia, KY	CIBC	St. Louis	April 30, 1997
Mansfield Bancshares, Inc., Mansfield, LA	Riverside Bancshares, Inc., Logansport, LA, and Bank of Logansport, Logansport, LA	3	Dallas	June 12, 1997
Marshall & Ilsey Corporation, Milwaukee, WI	Security Capital Corporation, Milwaukee, WI, Security Bank, S.S.B., Milwaukee, WI	3	Chicago	May 5, 1997
MASSBANK Corp., Reading, MA	Glendale Co-operative Bank Bank, Everett, MA	3	Boston	May 23, 1997
Mauldin, Leonard P., Town Creek, Alabama, Mauldin, Macke B., Sheffield, Alabama, and Mauldin, E. Fennel, Jr., Sheffield, Alabama, as the MPEFM, II Limited Partnership	BancIndependent, Inc., Sheffield, AL, and Bank Independent, Sheffield, AL	CIBC	Atlanta	June 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
MAXLOU Bancshares, Inc., Tahlequah, OK	First State Bank, Tahlequah, OK; Liberty Finance, Inc., Tahlequah, OK, lending (b)(1)	3 and 4	Kansas City	April 11, 1997
McConnell, Richard J., Franklin, IN	FSB Financial Corporation, Francisco, IN; FSB Bank, Francisco, IN	CIBC	St. Louis	March 21, 1997
Meade Bancorp, Inc., Brandenburg, KY	Bedford Loan & Deposit Bancorp, Inc., Bedford, KY, and Bedford Loan & Deposit Bank, Bedford, KY	3	St. Louis	June 20, 1997
Mellon Bank Corporation, Pittsburgh, PA	1st Business Corporation, Los Angeles, CA, and 1st Business Bank, Los Angeles, CA	3	Cleveland	May 30, 1997
Mellon Bank Corporation, Pittsburgh, OH	Buck Consultants, Inc., New York, NY, employee benefits consulting (b)(9)(ii)	4	Cleveland	May 27, 1997
Mercantile Bancorporation, Inc., St. Louis, MI; Ameribanc, Inc., St. Louis, MI	Roosevelt Bank, Chesterfield, MI; Roosevelt Mortgage Company, Kansas City, MI, operation of a federal savings bank (b)(9) and mortgage banking activities (b)(1)	4	St. Louis	May 8, 1997
Midstate Bancorp, Inc., Hinton, OK	Binger Agency, Inc., Binger, OK; First Community Bank. Binger, OK	3	Kansas City	May 8, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Midwest Bancorporation, Inc.; Midwest Bancshares, Inc., and Affiliated Employee Stock Ownership Plan, all of Poplar Bluff, MO	Midwest Bancshares, Inc., Poplar Bluff, MO, and First Midwest Bank of Dexter, Dexter, MO; First Midwest Bank of Piedmont, Piedmont, MO; and Carter County State Bank, Van Buren, MO	3	St. Louis	June 16, 1997
Montgomery, Tammy Bolton, Golden, MS, as Trustee for The Weaterford Foundation of Red Bay, Alabama, Inc., Red Bay, AL	Independent Bancshares, Inc., Red Bay, AL, Bank of Red Bay, Red Bay, AL	CIBC	Atlanta	April 28, 1997
Moody Bancshares, Inc., Galveston, TX, and Moody Bank Holding Company, Reno, NV	The Bank of Galveston, N.A., Galveston, TX	3	Dallas	June 30, 1997
Moody Bancshares, Inc., Galveston, TX, and Moody Bank Holding Company, Reno, NV	The Moody National Bank of Galveston, Galveston, TX	3	Dallas	June 27, 1997
Morris Mayer Testamentary Trust, Walkenhorst, Dale as Trustee, Madison, NE	Madison Bancshares, Inc., Madison, NE, Bank of Madison, Madison, NE	CIBC	Kansas City	April 7, 1997
MSB Mutual Holding Company, and MSB Financial Corp., both of Wall Township, NJ	Manasquan Savings Bank, Wall Township, NJ	3	New York	June 27, 1997
National Canton Bancshares, Inc., Canton, IL	Sturm Investment, Inc., Denver, CO, The Union National Bank of Macomb, Macomb, IL	3	Chicago	April 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
National City Bancshares, Inc., Evansville, IN	Bridgeport Bancorp, Inc., Bridgeport, IL, and First National Bank of Bridgeport, Bridgeport, IL	3	St. Louis	June 6, 1997
NationsBank Corporation, and NB Holdings Corporation, both of Charlotte, NC	Citizens Bancshares of Eldon, Missouri, Inc., Eldon, MO, and Citizens Bank of Eldon, Eldon, MO	3	Richmond	June 26, 1997
NEB Corporation, Fond du Lac, WI	State Bank of St. Cloud, St. Cloud, WI	3	Chicago	May 5, 1997
Neighborhood Bancorp, San Diego, CA CONTINUED	Neighborhood Nat'l Bank, San Diego, CA; & Neighborhood Capital Advisors, San Diego, CA, community development (b)(12); financial & investment advisory (b)(6); Neighborhood Housing Development Corp., San Diego, CA, community development (b)(12), CONTINUED	3 and 4	San Francisco	June 23, 1997
Neighborhood Bancorp, San Diego, CA CONTINUED	extending loan and credit activities (b)(1) & (2), and consumer financial counseling (b)(6)	3 and 4	San Francisco	June 23, 1997
New Woodson Bancshares, Inc., Graham, TX	Woodson Bancshares, Inc., Woodson, TX, and First State Bancorp, Inc., Carson City, NV, and First State Bank, Graham, TX	3	Dallas	June 27, 1997
Northeast Kansas Bancshares, Inc., Valley Falls, KS	Valley Falls Insurance, Inc., Valley Falls, KS, Kendall State Bank, Valley Falls, KS, insurance activities (b)(8)(iii)	3 and 4	Kansas City	May 5, 1997
P.C.B. Bancorp, Inc., Largo, FL	Anchor Savings Bank, F.S.B., St. Petersburg, FL, savings association (b)(9)	4	Atlanta	May 8, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Parkway Bancorp, Inc., Harwood Heights, IL, and Parkway Acquisition Corporation, Harwood Heights, IL	Jefferson Holding Corp., Chicago, IL; Jefferson State Bank, Chicago, IL	3	Chicago	April 21, 1997
Patel, Susma; Patel (Suku), Suketu Madhusudan; Patel (Perry), Parimal Kantibhai; Amin, Bharat Muljibhai, London, England; and King, Dennis John Lloyd, Surrey, England; collectively, as the Patel Group	First Bankshares, Inc., Longwood, FL, and First National Bank of Central Florida, Longwood, FL	CIBC	Atlanta	May 30, 1997
PBT Bancshares, Inc., McPherson, KS	Yoder Bankshares, Inc., Yoder, KS, and Farmers State Bank, Yoder, KS	3	Kansas City	June 6, 1997
Penns Woods Bancorp, Inc., Williamsport, PA	Columbia Financial Corporation, Bloomsburg, PA; First Columbia Bank & Trust Company, Bloomsburg, PA	3	Philadelphia	April 25, 1997
Peoples Bank Employee Stock Ownership Trust, Marion, KY	Peoples-Marion Bancorp, Inc., Marion, KY	3	St. Louis	June 12, 1997
Peoples Financial Services, Inc., Hamtramck, MI	Peoples State Bank, Hamtramck, MI	3	Chicago	May 23, 1997
Peoples-Marion Bancorp, Inc., Marion, KY	The Peoples Bank, Marion, KY	3	St. Louis	June 12, 1997
PHS Bancorp, M.H.C., Beaver Falls, PA	Peoples Home Savings Bank, Beaver Falls, PA	3	Cleveland	May 1, 1997
Pierce County Bancorp, Tacoma, WA	Pierce Commercial Bank, Tacoma, WA	3	San Francisco	April 21, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Pinnacle Bancorp, Inc., Central City, NE	First Ogallala Investment, Inc., Ogallala, NE; First National Bank of Ogallala, Ogallala, NE	3	Kansas City	April 25, 1997
Pinnacle Bancshares, Inc., Thomson, GA	McDuffie Bank & Trust, Thomson, GA	3	Atlanta	May 5, 1997
Pinnacle Financial Services, Inc. (A), St. Joseph, MI CONTINUED	CB Bancorp Inc., Michigan City, IN, & Community Bank, FSB, Michigan City, IN, operating a savings assoc. (b)(4)(ii); Community Bank, Community Financial Services Inc., & Community Brokerage Services Inc., Michigan City, IN, CONTINUED	4	Chicago	June 19, 1997
Pinnacle Financial Services, Inc. (B), St. Joseph, MI CONTINUED	financial & investment advisory (b)(6)(ii), (iii), (iv), (v) & (vi), & provide securities brokerage services, (b)(7)(i) & (ii)	4	Chicago	June 19, 1997
Pinnacle Financial Services, Inc., (1) St. Joseph, MI CONTINUED	Indiana Federal Corp., & Indiana Federal Bank for Savings, Valparaiso, IN, operating a savings association (b)(4)(ii); IndFed Mortgage Co., Valparaiso, IN, community development activities (b)(12); & CONTINUED	4	Chicago	June 19, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Pinnacle Financial Services, Inc., (2) St. Joseph, MI CONTINUED	provide advice in connection with financing transactions (b)(iii); IFB Investment Services, Inc., Valparaiso, IN, financial & investment advisory (b)(6); & provide advice in connection with financing transactions (b)(iii); & provide CONTINUED	4	Chicago	June 19, 1997
Pinnacle Financial Services, Inc., (3) St. Joseph, MI CONTINUED	securities brokerage services & riskless principal transactions (b)(7), & Forrest Holdings, Inc., & Forrest Financial Corp., Lisle, IL, leasing (b)(3(i)&(ii))	4	Chicago	June 19, 1997
Plainview Holding Company, Pilger, NE	American National Creighton Co., Creighton, NE, and American National Bank of Creighton, Creighton, NE	3	Kansas City	June 23, 1997
PN Holdings, Inc., Ann Arbor, MI	Pelican National Bank, Naples, FL (in organization); Washtenaw Mortgage Company, Ann Arbor, MI, lending (b)(1)	3 and 4	Atlanta	April 21, 1997
Powell, Donald Edward, Amarillo, TX	Tejas Bancshares, Inc. Fritch, TX; Fritch State Bank, Fritch, TX	CIBC	Dallas	April 7, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Regions Financial Corporation, Birmingham, AL	The New Iberia Bancorp, Inc., New Iberia, LA; The New Iberia Bank, New Iberia, LA; First Bankshares, Inc., East Point, GA; First Bank of Georgia, East Point, GA; SB&T Corporation, Smyrna, GA; and Smyrna Bank and Trust Company, Smyrna, GA	3	Atlanta	May 5, 1997
Reich Family Limited Partnership, Kansas City, MO, and general partners Carolyn Reich Weir, Independence, MO, and Nancy Reich Esry, Sarasota, FL	Blue Ridge Bancshares, Inc., Kansas City, MO, and Blue Ridge Bank and Trust Co., Kansas City, MO	CIBC	Kansas City	May 27, 1997
Republic Bancshares, Inc., St. Petersburg, FL	F.F.O. Financial Group, Inc., St. Cloud, FL, and First Federal Savings and Loan Association of Ocelola County, Kissimmee, FL, operating a savings association (b)(4)(ii)	4	Atlanta	May 23, 1997
Rossenberg, Clifford R., Sunset Beach, CA	Security First Bank, Fullerton, CA	CIBC	San Francisco	May 27, 1997
Schonath Family Partnership, LP, Oconomowoc, WI	InvestorsBancorp, Inc., Pewaukee, WI, and InvestorsBank, Pewaukee, WI	3	Chicago	May 30, 1997
Scott, Ben Jay, Coleman, TX	Coleman Bancshares, Inc., Coleman, TX; Coleman County State Bank, Coleman, TX	CIBC	Dallas	April 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Security Bancshares, Inc., Scott City, KS	Intra Financial Corp., and Exchange Bank of Clyde, Clyde, KS; Farmers State Bancshares of Sabetha, Inc., Sabetha, KS; Farmers State Bank, Sabetha, KS; Peoples Bancorp of Belleville, Inc., and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
Security State Corporation, Centralia, WA	Security State Bank, Centralia, WA	3	San Francisco	June 9, 1997
Shorebank Corporation, Chicago, IL	Shorebank Pacific Corp., Ilwaco, WA; ShoreTrust Bank, Seattle, WA ShoreTrust Trading Group, Inc., investment advice (b)(6)	3	Chicago	May 17, 1997
Simmons First National Corporation, Pine Bluff, AR	First Bank of Arkansas, Russellville, AR, and First Bank of Arkansas, Searcy, AR	3	St. Louis	June 27, 1997
South Branch Valley Bancorp, Inc., Moorefield, WV	Capital State Bank, Inc., Charleston, WV	3	Richmond	May 23, 1997
Southeast Bancorp, Inc., Corbin, KY	First Bank of East Tennessee, National Association, La Follette, TN	3	Cleveland	April 4, 1997
Southerland Family Limited Partnership, Batesville, AR	Citizens Bancshares of Batesville, Inc., Batesville, AR	CIBC	St. Louis	May 15, 1997
Southern Security Financial Corporation, Hollywood, FL	Southern Security Bank Corporation, Hollywood, FL; Southern Security Bank of Hollywood, Hollywood, FL	3	Atlanta	April 10, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Spangler, Charles Leon, Aurora, MO	Seligman Bancshares, Inc., Seligman, MO; First Independent Bank, Seligman, MO	CIBC	St. Louis	May 15, 1997
State Bank of Hawley Employee Stock Ownership Plan and Trust, Hawley, MN	Bankshares of Hawley, Inc., Hawley, MN, and State Bank of Hawley, Hawley, MN	3	Minneapolis	June 27, 1997
Stearns Financial Services, Inc., Employee Stock Ownership Plan T1, St. Cloud, MN, and Stearns Financial Services, Inc., St. Cloud, MN	Arizona Community Bank of Scottsdale, Scottsdale, AZ	3	Minneapolis	June 6, 1997
Sullivan, John C., Livingston, MT, and Hornby, Mary C., Las Cruces, NM	Northeastern Wyoming Bank Corporation, Newcastle, WY, and First State Bank of Newcastle, Newcastle, WY	CIBC	Kansas City	June 17, 1997
Susquehanna Bancshares, Inc., Lititz, PA	Founders Bank, Bryn Mawr, PA	3	Philadelphia	May 19, 1997
Tehama Bancorp, Red Bluff, CA	Tehama Bank, Red Bluff, CA	3	San Francisco	May 12, 1997
Tehama Bancorp, Red Bluff, CA	Bancorp Financial Services, Sacramento, CA, leasing activities (b)(5)	4	San Francisco	May 5, 1997
Texas Financial Bancorporation, Inc., Minneapolis, MN, and Delaware Financial Bancorporation, Inc., Wilmington, DE	Austin County Bancshares, Inc., Belleville, TX; Austin County Bancshares- Delaware, Wilmington, DE; and Austin County State Bank, Belleville, TX	3	Dallas	March 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
The Bank of Mulberry Employee Stock Ownership Trust, Mulberry, AR	ACME Holding Company, Inc., Mulberry, AR, and The Bank of Mulberry, Mulberry, AR	3	St. Louis	June 23, 1997
Trustcorp Financial, Inc., St. Louis, MO	Missouri State Bank and Trust Company, St. Louis, MO	3	St. Louis	June 2, 1997
Union Illinois 1995 Investment Limited Partnership, Swansea, IL	Union Illinois Company, Swansea, IL, Union Bank of Ollinois, Swansea, IL, State Bank of Jerseyville, Jerseyville, IL	3	St. Louis	May 10, 1997
Union Illinois Company, Swansea, IL	Missouri PayDay Loan Company, Inc., St. Louis, MO; Missouri Budget, Inc., St. Louis, MO, and Budget Finance, Inc., St. Louis, MO, consumer credit (b)(1)	4	St. Louis	May 19, 1997
United Bankshares, Inc., Charleston, WV	First Patriot Bankshares Corporation, Reston, VA, and Patriot National Bank, Reston, VA	3	Richmond	June 16, 1997
United Community Banks, Inc., Blairsville, GA	United Family Finance Co., Blairsville, GA, credit insurance activities (b)(8)(ii)	4	Atlanta	April 25, 1997
United Community Banks, Inc., Blairsville, GA	United Family Finance Co., Blue Ridge, GA (formerly Mountain Mortgage & Loan, Inc.), making, acquiring, or servicing loans or other extensions of credit (b)(1)	4	Atlanta	March 25, 1997
United Rossevelt MHC, and United Rossevelt Bancorp, both of Carteret, NJ	United Rossevelt Savings Bank, Carteret, NJ	3	New York	June 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Valcourt, Jeffery T., Arlington, VA	United Financial Banking Companies, Inc., Vienna, VA, and The Business Bank, Vienna, VA	CIBC	Atlanta	June 5, 1997
Vermont Financial Services Corp., Brattleboro, VT	Eastern Bancorp, Inc., Dover, NH savings association, Vermont Federal Bank, FSB, Williston, VT, (b)(9)	4	Boston	April 14, 1997
Village Bancshares, Inc., Springfield, MO	Village Bank, Springfield, MO (a de novo state chartered bank)	3	St. Louis	June 16, 1997
West Point Bancorp, Inc., West Point, NE	Dakota Bancshares, Inc., West Point, NE; Dakota County State Bank, West Point, NE	3	Kansas City	April 18, 1997
Whipple Family Limited Partnership, Arkadelphia, AR	Horizon Bancorp, Inc., Arkadelphia AR; Horizon Bank, Inc. Malvern, AR	3	St. Louis	May 27, 1997
Young, William Howerton, Fredonia, KY	Fredonia Valley Bancorp, Inc., Fredonia, KY and Fredonia Valley Bank, Fredonia, KY	CIBC	St. Louis	May 23, 1997
Zions Bancorporation, Salt Lake City, UT	Tri-State Bank, Montpelier, ID	3	San Francisco	June 6, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

Comments on the applications and notices may be sent to the appropriate Federal Reserve Bank or the Board.

Federal Reserve Bank of Boston

Richard Walker, Community Affairs Officer, 600 Atlantic Avenue, Boston, MA
02106-2204

Federal Reserve Bank of New York

Betsy Buttrill White, Senior Vice President, 33 Liberty Street, New York, NY 10045-0001

Federal Reserve Bank of Philadelphia

Michael E. Collins, Senior Vice President, 100 North 6th Street, Philadelphia,
PA 19105-1521

Federal Reserve Bank of Cleveland

Jeffrey Hirsch, Banking Supervisor, 1455 East Sixth Street, Cleveland, OH
44101-2566

Federal Reserve Bank of Richmond

A. Linwood Gill, III, Assistant Vice President, 701 East Byrd Street, Richmond, VA 23261-4528

Federal Reserve Bank of Atlanta

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA
30303-2713

Federal Reserve Bank of Chicago

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL
60690-1413

Federal Reserve Bank of St. Louis

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

Federal Reserve Bank of Minneapolis

Karen L. Grandstrand, Vice President, 250 Marquette Avenue, Minneapolis, MN 55480-2171

Federal Reserve Bank of Kansas City

D. Michael Manies, Assistant Vice President, 925 Grand Avenue, Kansas City, MO 64198-0001

Federal Reserve Bank of Dallas

Genie D. Short, Vice President, 2200 North Pearl Street, Dallas, TX 75201-2272

Federal Reserve Bank of San Francisco

Pat Marshall, Manager of Analytical Support, Consumer Regulation Group, 101 Market Street, San
Francisco, CA 94105-1579

Board of Governors of the Federal Reserve System

William W. Wiles, Secretary, 20th & Constitution Avenue, N.W., Washington, DC 20551-0001

Information Requests

The public portions of the applications and notices currently listed in this release are available on an expedited basis from the appropriate Federal Reserve Bank. The public portion of the application also may be obtained from the Board.

Federal Reserve Bank of Boston

Jonathan Fine (TEL: 617-973-3339; FAX: 617-973-3219)

Federal Reserve Bank of New York

Margaret Carmody (TEL: 212-720-7924; FAX: 212-720 -6628)

Federal Reserve Bank of Philadelphia

Rosanna Crosier (TEL: 215-574-6581; FAX: 215-574-4146)

Federal Reserve Bank of Cleveland

Jim Terlop (TEL: 216-579-2197; FAX: 216-579-2932)

Federal Reserve Bank of Richmond

Gaile Clark (TEL: 804-697-8825; FAX: 804-697-8283)

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Wayne Smith (TEL: 404-589-7265; FAX: 404-589-7342)

Federal Reserve Bank of Chicago

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Federal Reserve Bank of St. Louis

Cathie Windsor (TEL: 314-444-4638; FAX: 314-444-8740)

Federal Reserve Bank of Minneapolis

Paula Charles (TEL: 612-372-2982; FAX: 612-344-2702)

Federal Reserve Bank of Kansas City

Patty Biesemeyer (TEL: 816-881-2464; FAX: 816-881-2252)

Federal Reserve Bank of Dallas

Rob Jolley (TEL: 214-922-6071; FAX: 214-922-6302)

Federal Reserve Bank of San Francisco

Michael Johnson (TEL: 415-974-2995; FAX: 415-974-3031)

Board of Governors of the Federal Reserve System

Freedom of Information Office (TEL: 202-452-3684; FAX: 202-872-7562, and 202-872-7565)

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed since the H.2A dated May 30, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Altus NBC Corporation, Inc., Oklahoma City, OK	NBC Corporation, Inc., Oklahoma City, OK, and NBC Technologies, Inc., Oklahoma City, OK providing data processing services (b)(14)	4	Kansas City	June 25, 1997
City Bancorp, Springfield, MO	THE BANK, Springfield, MO, a de novo bank	3	St. Louis	July 3, 1997
Cobb Limited Partnership, St. Croix Falls, WI	Financial Services of St. Croix Falls, Inc., St. Croix Falls, WI, and First National Bank of St. Croix Falls, St. Croix Falls, WI	CIBC	Minneapolis	June 23, 1997
Commercial Bancshares of Ozark, Inc., Ozark, AL	The Commercial Bank of Ozark, Ozark, AL	3	Atlanta	July 3, 1997
CoVest Bancshares, Inc., Des Plaines, IL	CoVest Banc, N.A. (formerly known as First Federal Bank for Savings), Des Plaines, IL	3	Chicago	July 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Edgar County Banc Shares, Inc., Paris, IL	Kansas Banc Corporation, Kansas, IL, and Kansas State Bank, Kansas, IL, and Edgar County Bank & Trust Co., Paris, IL	3	Chicago	June 30, 1997
F & M Bancorporation, Inc., Kaukauna, WI, and F & M Merger Corporation, Kaukauna, WI	Clear Lake Bancorp, Inc., Clear Lake, WI, and Landmark Bank, Clear Lake, WI	3	Atlanta	July 3, 1997
First Bank System, Inc., Minneapolis, MN	First Bank National Association, Fargo, ND	3	Minneapolis	July 3, 1997
Lauritzen Corporation, Omaha, NE	First National of Nebraska, Inc., Omaha, NE, and First National Bank South Dakota, Yankton, SD; First National Bank, Fort Collins, CO; Union Colony Bank, Greeley, CO; and The Bank of Boulder, Boulder, CO	3	Kansas City	June 20, 1997
Norma McLane-Smith Family Limited Partnership, Poplar Bluff, MO	Midwest Bancorporation, Inc.; Midwest Bancshares, Inc., Poplar Bluff, MI; First Midwest Bank of Piedmont, Piedmont, MI; First Midwest Bank of Dexter, Dexter, MI; and Carter County State Bank, Van Buren, MI	3	St. Louis	July 3, 1997
Norwest Corporation, Minneapolis, MN	Myers Bancshares, Inc., Dallas, TX, and Continental State Bank, Boyd, TX	3	Minneapolis	July 3, 1997
Norwest Corporation, Minneapolis, MN	Woodhaven National Bank, Fort Worth, TX	3	Minneapolis	July 3, 1997
Norwest Corporation, Minneapolis, MN	Norwest Ventures, Inc., Des Moines, MN, residential mortgage lending (b)(1) and (b)(2)	4	Minneapolis	June 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Provident Bankshares Corporation, Baltimore, MD	First Citizens Financial Corp., Gaithersburg, MD, and Citizens Savings Bank, F.S.B., Gaithersburg, MD, operating a saving association (b)(4)(ii); originating & selling residential mortgage loans (b)(1); and selling mortgage life insurance (b)(11)(i)	4	Richmond	June 23, 1997
Randall M. Proctor, Sandy, OR	CCB Financial Corporation, Sandy, OR, and Clackamas County Bank, Sandy, OR	CIBC	San Francisco	June 23, 1997
Waseca Bancshares, Inc., Waseca, MN	American Savings, Inc., Farmington, MM, acquiring an industrial loan and thrift company (b)(4)(i)	4	Minneapolis	June 24, 1997
Waymon Heriot Welch, Jr., Memphis, TN	Noshoba Bancshares, Inc., Memphis, TN, and Nashoba Bank, Germantown, TN	CIBC	St. Louis	June 23, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

Comments on the applications and notices may be sent to the appropriate Federal Reserve Bank or the Board.

Federal Reserve Bank of Boston

Richard Walker, Community Affairs Officer, 600 Atlantic Avenue, Boston, MA
02106-2204

Federal Reserve Bank of New York

Betsy Buttrill White, Senior Vice President, 33 Liberty Street, New York, NY 10045-0001

Federal Reserve Bank of Philadelphia

Michael E. Collins, Senior Vice President, 100 North 6th Street, Philadelphia,
PA 19105-1521

Federal Reserve Bank of Cleveland

Jeffrey Hirsch, Banking Supervisor, 1455 East Sixth Street, Cleveland, OH
44101-2566

Federal Reserve Bank of Richmond

A. Linwood Gill, III, Assistant Vice President, 701 East Byrd Street, Richmond, VA 23261-4528

Federal Reserve Bank of Atlanta

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA
30303-2713

Federal Reserve Bank of Chicago

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL
60690-1413

Federal Reserve Bank of St. Louis

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

Federal Reserve Bank of Minneapolis

Karen L. Grandstrand, Vice President, 250 Marquette Avenue, Minneapolis, MN 55480-2171

Federal Reserve Bank of Kansas City

D. Michael Manies, Assistant Vice President, 925 Grand Avenue, Kansas City, MO 64198-0001

Federal Reserve Bank of Dallas

Genie D. Short, Vice President, 2200 North Pearl Street, Dallas, TX 75201-2272

Federal Reserve Bank of San Francisco

Pat Marshall, Manager of Analytical Support, Consumer Regulation Group, 101 Market Street, San
Francisco, CA 94105-1579

Board of Governors of the Federal Reserve System

William W. Wiles, Secretary, 20th & Constitution Avenue, N.W., Washington, DC 20551-0001

Information Requests

The public portions of the applications and notices currently listed in this release are available on an expedited basis from the appropriate Federal Reserve Bank. The public portion of the application also may be obtained from the Board.

Federal Reserve Bank of Boston

Jonathan Fine (TEL: 617-973-3339; FAX: 617-973-3219)

Federal Reserve Bank of New York

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Federal Reserve Bank of Philadelphia

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Federal Reserve Bank of Richmond

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Federal Reserve Bank of Kansas City

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Federal Reserve Bank of Dallas

Rob Jolley (TEL: 214-922-6071; FAX: 214-922-6302)

Federal Reserve Bank of San Francisco

Michael Johnson (TEL: 415-974-2995; FAX: 415-974-3031)

Board of Governors of the Federal Reserve System

Freedom of Information Office (TEL: 202-452-3684; FAX: 202-872-7562, and 202-872-7565)