
Federal Reserve Release



H.2

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

***No. 40
Week Ending October 4, 1997***

Board of Governors of the Federal Reserve System, Washington, DC 20551

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

Accounting standards for derivatives and risk management activities -- statement by Governor Phillips before the Subcommittee on Capital Markets, Securities and Government Sponsored Enterprises of the House Committee on Banking and Financial Services, October 1, 1997.

- Published, October 1, 1997

Quality and quantity of some new-design \$50 notes -- statement by Theodore E. Allison, Assistant to the Board, before the Subcommittee on Domestic and International Monetary Policy of the House Committee on Banking and Financial Services, October 1, 1997.

- Published, October 1, 1997

BANK HOLDING COMPANIES

ANB Holding Company, Ltd., Terrell, Texas, and ANB Corporation -- to acquire Lakeside Bancshares, Inc., Rockwall, Texas, and Lakeside National Bank.

- Approved, September 29, 1997

Chase Manhattan Corporation, New York, New York, and Chase Holding Delaware, Inc. -- to acquire Chase Manhattan Bank and Trust, Company, Los Angeles, California.

- Approved, September 29, 1997

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September 28, 1997 to October 4, 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; RBOPS - Reserve Bank Operations and Payment Systems; IF - International Finance; OSDM - Office of Staff Director for Management

BANK BRANCHES, DOMESTIC

Kansas City

Eaton Bank, Eaton, Colorado -- to establish a branch at 930 11th Avenue and 1025 10th Street, Greeley, Colorado.
- Approved, September 30, 1997

Cleveland

Heartland Bank, Croton, Ohio -- to establish a branch at 6887 East Main Street, Reynoldsburg, Ohio.
- Approved, October 3, 1997

Chicago

Old Kent Bank, Grand Rapids, Michigan -- to establish a branch at the intersection of Lake Lansing Road and Coolidge Avenue, East Lansing, Michigan.
- Approved, September 30, 1997

Chicago

Old Kent Bank, Grand Rapids, Michigan -- to establish a branch at 3205 Eagle Crest N.E.
- Approved, September 29, 1997

Chicago

Old Kent Bank, Grand Rapids, Michigan -- to establish a branch at 8235 Holly Road, Grand Blanc, Michigan.
- Approved, September 30, 1997

Kansas City

State Bank & Trust Company, Colorado Springs, Colorado -- to establish a branch at 5710 Palmer Park Boulevard.
- Approved, October 3, 1997

BANK HOLDING COMPANIES

Dallas

ANB Corporation, Terrell, Texas -- to acquire Lakeside Bancshares, Inc., Rockwall, Texas, and Lakeside National Bank.
- Approved, September 29, 1997

September 28, 1997 to October 4, 1997

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

Kansas City

Bank Capital Corporation, Strasburg, Colorado -- to increase ownership in Guaranty Corporation, Denver, Colorado.
- Approved, October 1, 1997

Chicago

Centre 1 Bancorp, Inc., Beloit, Wisconsin -- to acquire First Winnebago Corporation, Winnebago, Illinois, and First National Bank of Winnebago.
- Approved, October 1, 1997

New York

Chase Manhattan Corporation, New York, New York; Chase Equity Holding, Inc., Wilmington, Delaware; and CBC Holding (Delaware) Inc. -- to acquire the corporate trust services business of Mellon Bank Corporation, Pittsburgh, Pennsylvania, and engage in trust company services through the acquisition of New Trust Company, National Association.
- Approved, October 1, 1997

Richmond

First National Bank of Rocky Mount, Rocky Mount, Virginia -- request for waiver of application in connection with the proposed establishment of First National Exchange Bank, Roanoke, Virginia.
- Granted, October 2, 1997

Minneapolis

First Western Bancorp, Inc., Huron, South Dakota -- notice to acquire shares of Direct Technology, LLC, and engage in data processing activities.
- Withdrawn, September 29, 1997

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire Security Capital Corporation and Security Bank, S.S.B.
- Approved, September 29, 1997

Secretary

National City Corporation, Cleveland, Ohio -- to engage through Electronic Payment Services, Inc., a joint venture, in automated teller machine and point-of-sale activities worldwide, and thereby engage in data processing.
- Permitted, September 29, 1997

September 28, 1997 to October 4, 1997

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

New York

New Amboy, Inc., Old Bridge, New Jersey -- to acquire by merger Amboy National Bank.

- Approved, October 1, 1997

Chicago

NW Bancorp, Inc., Prospect Heights, Illinois -- to acquire Northwest Community Bank.

- Approved, October 2, 1997

Kansas City

Peoples Commercial Bancorp, Inc., Stilwell, Oklahoma -- to acquire Bank of Commerce and to acquire shares of Peoples Bank, Westville, Oklahoma.

- Approved, October 3, 1997

Atlanta

Republic Security Financial Corporation, West Palm Beach, Florida -- request for waiver of application in connection with the proposed merger with County National Corporation.

- Granted, September 30, 1997

General Counsel

Rogers Family Limited Partnership, Little Rock, Arkansas -- determination that it is a qualified family partnership under the Bank Holding Company Act.

- Granted, September 29, 1997

Dallas

Texas Financial Bancorporation, Inc., Minneapolis, Minnesota, and Delaware Financial, Inc., Wilmington, Delaware -- to acquire CNB Bancshares of Victoria, Victoria, Texas, and Citizens Bancorp of Delaware, Inc., Wilmington, Delaware, and Citizens National Bank, Victoria, Texas.

- Approved, October 1, 1997

Atlanta

United Community Banks, Inc., Blairsville, Georgia -- to engage in the sale of annuities and other insurance products through United Community Agencies, Inc.

- Returned, October 2, 1997

September 28, 1997 to October 4, 1997

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

San Francisco

United Security Bancorporation, Spokane, Washington -- to merge with Community Bancorporation, Pullman, Washington, and acquire Bank of Pullman.
- Approved, October 2, 1997

San Francisco

Zions Bancorporation, Salt Lake City, Utah -- to merge with GB Bancorporation, San Diego, California, and acquire Grossmont Bank, San Diego, California, and to acquire shares of Rancho Vista National Bank, Vista, California, and Pacific Commerce Bank, Chula Vista, California.
- Approved, September 30, 1997

BANK MERGERS

San Francisco

Business Bank of California, San Bernardino, California -- request for waiver of application in connection with the proposed merger with High Desert National Bank, Hesperia, California.
- Granted, October 3, 1997

Kansas City

Community Bank & Trust Company, Neosho, Missouri -- to merge with Citizens Bank of Missouri, Carl Junction, Missouri, and to establish additional branches.
- Approved, October 3, 1997

Chicago

First Farmers Bank & Trust Company, Converse, Indiana -- to acquire certain assets and assume certain liabilities of the Sheridan, Indiana, branch of NBD Bank, N.A., Indianapolis, Indiana, and to establish a branch.
- Approved, September 29, 1997

Atlanta

Republic Security Bank, West Palm Beach, Florida -- to merge with County National Bank of South Florida, North Miami Beach, Florida.
- Approved, September 30, 1997

September 28, 1997 to October 4, 1997

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

BANKS, STATE MEMBER

St. Louis

PNC Bank, Kentucky, Inc., Louisville, Kentucky -- request to make a community development investment in a 24-unit low-income apartment complex.
- Granted, September 30, 1997

CAPITAL STOCK

Chicago

Bankers Trust Company, Des Moines, Iowa -- redemption of shares.
- Approved, October 3, 1997

Kansas City

Guaranty Corporation, Denver, Colorado -- redemption of shares
- Approved, October 1, 1997

San Francisco

Redding Bancorp, Redding, California -- redemption of stock.
- Approved, September 29, 1997

CHANGE IN BANK CONTROL

Dallas

First Haskell Bancorp, Inc., Haskell, Texas -- change in bank control.
- Permitted, October 2, 1997

Atlanta

Independent Bancshares, Inc., Powder Springs, Georgia -- change in bank control.
- Permitted, October 3, 1997

Atlanta

Midsouth Bancorp, Inc., Lafayette, Louisiana -- change in bank control.
- Permitted, October 3, 1997

Dallas

Rusk County Bancshares, Inc., Henderson, Texas -- change in bank control.
- Permitted, October 2, 1997

September 28, 1997 to October 4, 1997

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

COMPETITIVE FACTORS REPORTS

St. Louis

Anderson National Bank of Lawrenceburg, Lexington, Kentucky -- report on competitive factors of the proposed merger with Farmers Bank of Owingsville, Inc., Owingsville, Kentucky.
- Submitted, October 3, 1997

San Francisco

Business Bank of California, San Bernardino, California -- report on competitive factors of the proposed merger with High Desert National Bank, Hesperia, California.
- Submitted, September 30, 1997

Dallas

City Bank & Trust of Shreveport, Shreveport, Louisiana -- report on competitive factors of the proposed merger with Interim Bank.
- Submitted, October 3, 1997

San Francisco

Columbia State Bank, Tacoma, Washington -- report on competitive factors of the proposed merger with Bank of Fife, Fife, Washington.
- Submitted, September 30, 1997

Minneapolis

First American Bank, National Association, Minot, North Dakota -- report on competitive factors of the proposed merger with First American Bank, National Association, Devils Lake, North Dakota.
- Submitted, October 3, 1997

St. Louis

First Western Bank and Trust Company, Rogers, Arkansas -- report on competitive factors of the proposed purchase of certain assets and assumption of the liabilities of the Bella Vista, Arkansas, branch of Nationsbank, N.A., Charlotte, North Carolina.
- Submitted, September 29, 1997

Minneapolis

First Western Bank Wall, Wall, South Dakota -- report on competitive factors of the proposed merger with First Western Bank Custer, Custer, South Dakota.
- Submitted, October 1, 1997

September 28, 1997 to October 4, 1997

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

Dallas

Herring National Bank, Vernon, Texas -- report on competitive factors of the proposed merger with BFNB Trust Company National Association, Amarillo, Texas.

- Submitted, October 3, 1997

St. Louis

Metropolitan National Bank, Springfield, Missouri -- report on competitive factors of the proposed merger with Citizens State Bank, Marshfield, Missouri.

- Submitted, October 3, 1997

Boston

National Iron Bank, Salisbury, Connecticut -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of Interim National Bank.

- Submitted, September 30, 1997

Dallas

Norwest Bank Texas, National Association, Lubbock, Texas -- report on competitive factors of the proposed merger with Norwest Bank Texas, South Central, Victoria, Texas.

- Submitted, October 3, 1997

Philadelphia

Port Richmond Savings, Philadelphia, Pennsylvania -- report on competitive factors of the proposed merger with Fillmore Building and Loan Association.

- Submitted, October 1, 1997

Dallas

Southwest Bank, Fort Worth, Texas -- report on competitive factors of the proposed merger with New SWB, Inc.

- Submitted, September 30, 1997

San Francisco

Surety Bank, Vallejo, California, and Sunrise Bank, Roseville, California -- report on competitive factors of the proposed merger with Acquisition Co. (in organization).

- Submitted, September 30, 1997

September 28, 1997 to October 4, 1997

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

Dallas

Texas National Bank, Brenham, Texas -- report on competitive factors of the proposed merger with New Texas Bank.
- Submitted, October 3, 1997

EXTENSIONS OF TIME

Atlanta

Century South Banks, Inc., Gainesville, Georgia -- extension to January 11, 1998, to merge with Bank Corporation of Georgia, Macon, Georgia, and acquire First South Bank, N.A., and Ameribank, N.A., Savannah, Georgia.
- Granted, October 2, 1997

Minneapolis

Flint Creek Valley Bank, Philipsburg, Montana -- extension to November 1, 1997, to establish a branch in Drummond, Montana.
- Granted, September 29, 1997

Director, BS&R

Generale de Banque, Brussels, Belgium -- extension to January 19, 1999, to conform its activities to the requirements of the Bank Holding Company Act.
- Granted, October 1, 1997

Richmond

Hanover Bank, Mechanicsville, Virginia -- extension to May 10, 1998, to establish a branch at the intersection of Sliding Hill Road and Totopotomy Trail.
- Granted, October 3, 1997

Chicago

Marshall & Ilsley Bank, Milwaukee, Wisconsin -- extension to December 30, 1997, to merge with Security Bank, S.S.B., and establish branches.
- Granted, September 29, 1997

Cleveland

Mellon Bank Corporation, Pittsburgh, Pennsylvania -- extension to March 9, 1998, to acquire First Business Corporation, Los Angeles, California.
- Granted, October 2, 1997

September 28, 1997 to October 4, 1997

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

Director, BS&R

Merita Ltd., Helsinki, Finland -- extension of twelve months to conform its indirect investment in Finlandia Center, Inc.
- Granted, September 30, 1997

Director, BS&R

Morgan Guaranty International Financial Corporation, Newark, Delaware -- extension of time to invest in J.P. Morgan Securities, Ltd., London, England.
- Granted, October 1, 1997

Minneapolis

Norwest Corporation, Minneapolis, Minnesota -- extension to December 8, 1997, to acquire Myers Bancshares, Inc., Dallas, Texas, and until December 9, 1997, to acquire Woodhaven National Bank, Fort Worth, Texas.
- Granted, October 2, 1997

INTERNATIONAL OPERATIONS

Director, BS&R

First National Bank of Chicago, Chicago, Illinois -- waiver of the 45-day notice period to make an investment in Dynamo M. Ltd., Nassau, Bahamas.
- Granted, September 30, 1997

MEMBERSHIP

San Francisco

Valley Independent Bank, El Centro, California -- to become a member of the Federal Reserve System.
- Approved, October 2, 1997

REGULATIONS AND POLICIES

Secretary

Federal Open Market Committee -- minutes of the meeting on August 19, 1997.
- Published, October 2, 1997

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

BANK BRANCHES, DOMESTIC

Chicago

Valley Ridge Bank, Kent City, Michigan -- to establish a branch at 47th South Charles Street, White Cloud, Michigan.
- Approved, September 19, 1997

COMPETITIVE FACTORS REPORTS

Boston

Liberty Bank, Middletown, Connecticut -- report on competitive factors of the proposed merger with First New London Savings and Loan Association, Inc., New London, Connecticut.
- Submitted, September 10, 1997

Philadelphia

National Penn Bank, Boyertown, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Topton branch of Patriot Bank, Pottstown, Pennsylvania.
- Submitted, September 25, 1997

EXTENSIONS OF TIME

Chicago

Community Savings Bank, Robins, Iowa -- extension to June 3, 1998, to become a member of the Federal Reserve System (included in error).
- Withdrawn, September 2, 1997

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week of 10-3-97

Section I - Applications subject to newspaper notice only

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

Footnotes

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Boston Private Bancorp, Inc., Boston, MA - pursuant to section 225.41 of Regulation Y by Charles Michael Hazard to acquire greater than 10% of the outstanding common stock of Boston Private Bancorp, Inc.	Newspaper - N/Avail Fed Reg - 10/15/97

Footnotes

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Boston Private Bancorp, Inc., Boston, MA - notification pursuant to section 225.24(a)(2) of Regulation Y to acquire Westfield Capital Management Company, Inc., Boston, MA	Fed Reg - 10/21/97

Footnotes

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

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

Footnotes

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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

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

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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NONE

Footnotes

Section VI - CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
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NONE

Footnotes

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**

Canisteo Valley Corporation, Canisteo, New York, a proposed one-bank holding company, to acquire 100 percent of the shares of common stock of First State Bank, Canisteo, New York. 1/

10/30/97 2/

SECTION III

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

Toronto-Dominion Bank, Toronto, Canada and Waterhouse Investors Services, Inc., New York, New York, to acquire the assets of Kennedy, Cabot & Co., Beverly Hills, California, and thereby engage in investment advisory, securities brokerage and riskless principal activities.
None.

N/A

SECTION IV

**Applications Not Involving
Public Comment**

Peapack-Gladstone Financial Corporation, Gladstone, New Jersey, to become a bank holding company with respect to Peapack-Gladstone Bank, Gladstone, New Jersey.

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 October 4, 1997

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
Bank of Avoca 18 North Main Street Avoca, New York 14809	Satisfactory	May 12, 1997

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- 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**

Community Bank and Trust Company, Forest City, PA, to acquire certain assets and assure deposit liabilities associated with two branch offices of First Union National Bank, Charlotte, NC, pursuant to Section 18(c) of the Federal Deposit Insurance Act.

Newspaper comment period expires: N/Avail.

Summit Bank, Bethlehem, PA seeks to become a member of the Federal Reserve System pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: N/Avail.

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

Penn Woods, Williamsport, PA, to acquire up to 10 percent of Columbia Financial Institution, Bloomsburg, PA, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Newspaper comment period expires: 10/11/97
Federal Register comment period expires: N/Avail.

**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**

NONE

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 October 3, 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.

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

**District
Federal Reserve Bank of Cleveland**

Applications and notifications filed during the week ending 10/4/97

Section I - Applications subject to newspaper notice only

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

Footnotes

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

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

Footnotes

Section III - Applications subject to Federal Register notice only

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

Footnotes

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4C8LLEX	<i>Notice by Fifth Third Bancorp, Cincinnati, OH received on October 2, 1997, of its intent to acquire Heartland Capital Management, Inc., Indianapolis, IN.</i>	NONE

Footnotes

Section V - Availability of CRA public evaluations

Description of the CRA Goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped 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 federal bank regulators use the following four performance levels to rate an institution's performance under CRA.:

- Outstanding**
- Satisfactory**
- Needs to Improve**
- Substantial noncompliance**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
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Footnotes

Section VI - CRA examinations scheduled for Fourth Quarter of 1997

<i>Institution</i>	<i>Location</i>
Andover Bank	P.O. Box 1300, Public Square, Andover, OH 44003-1300
Bank of Corning Company	P.O. Box 428, N. Valley Street, Corning, OH 43730-0428
Commercial & Savings Bank Co.	P.O. Box 50, 701 S. Market Street, Danville, OH 43014-0050
Fifth Third of Northeastern Ohio	1404 E. Ninth Street, Cleveland, OH 44114
Genoa Banking Company	P.O. Box 98, 801 Main Street, Genoa, OH 43430-0098
Hamler State Bank	P.O. Box 358, 210 Randolph Street, Hamler, OH 43524-0358
Hocking Valley Bank	P.O. Box 4847, 7 W. Stimson, Athens, OH 45701-4847
The Citizens Banking Company	P.O. Box 5016, 100 E. Water Street, Sandusky, OH 44871-5016
The Corn City State Bank	P.O. Box 197, 120 W. Main Street, Deshler, OH 43516-0197
The Cortland Savings & Banking Co.	P.O. Box 98, 194 W. Main Street, Cortland, OH 44410-0098
The Custar State Bank	P.O. Box 127, Main Street, Custar, OH 43511-0127
The Farmers Citizen Bank	P.O. Box 567, Washington Square, Bucyrus, OH 44820-0567
The Metamora State Bank	P.O. Box F, 120 E. Main Street, Metamora, OH 43540-0270
The Minster State Bank	P.O. Box 90, 96 W. Fourth Street, Minster, OH 45865-0090
The Provident Bank	1 E. 4th Street, Cincinnati, OH 45202
Towne Bank	P.O. Box 202, 610 E. South Boundary, Perrysburg, OH 43551

Footnotes

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

Application

Comment Period Ending Date

None.

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

Application

Comment Period Ending Date

None.

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

None.

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

Application

Triangle Bancorp, Inc., Raleigh,
North Carolina, to acquire Coastal
Leasing Corporation, Greenville,
North Carolina.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending October 3, 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	
<u>Number</u>	<u>Name of Bank</u>	<u>Date</u>	<u>Rating</u>

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 3, 1997

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Alabama Exchange Bank Tuskegee, Alabama To acquire the assets and assume the liabilities of a branch of First National Bank of Ashland, Ashland, Alabama, located at 103 S. Elm Street, Tuskegee, Alabama, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	11-06-97*
Colonial Bank Montgomery, Alabama To establish a branch located at 5245 Service Road South, Mobile, Alabama, to be known as the "Tillman's Corner Office", pursuant to Section 9 of the Federal Reserve Act.	11-03-97*
Jamaica National Building Society Kingston 10, Jamaica To establish an international representative office to be located in Fort Lauderdale, Florida, pursuant to the International Banking Act of 1978.	11-02-97*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Trust No. 3 under Will of Charles Henderson Troy, Alabama Along with Henderson Bancshares, Inc., Troy, Alabama, to acquire Pea River Capital Corporation, and its subsidiary, The Peoples Bank of Coffee County, both of Elba, Alabama, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Not yet available*
Community Bankshares, Inc. Cornelia, Georgia After-the-fact change in control notice by Mr. J. Alton Wingate to retain 31.17 percent of the outstanding shares of Community Bankshares, Inc., Cornelia, Georgia, pursuant to the Change in Bank Control Act of 1978.	10-16-97* Federal Register

*Subject to the provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 3, 1997

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Embry Bankshares, Inc. Duluth, Georgia After-the-fact change in control notice by Mr. Stuart A. Cashin, Jr., as co-trustee of the 1976 Mary Jacqueline Embry Trust and the 1976 Sarah Elizabeth Embry Trust in the place of Mr. O'Neal Embry, deceased, to retain 44.94 percent of the outstanding shares of Embry Bankshares, Inc., Duluth, Georgia, and its subsidiary, Embry National Bank, Lawrenceville, Georgia, pursuant to the Change in Bank Control Act of 1978.	Not yet available*
Great Southern Capital Corporation Employee Stock Ownership Plan Meridian, Mississippi To acquire at least 50 percent of the outstanding shares of Great Southern Capital Corporation, and its subsidiary, Great Southern National Bank, both of Meridian, Mississippi, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	10-30-97* Federal Register

Section 3 - Applications Subject to Federal Register Only

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

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

<u>Application</u>
Appalachian Bancshares, Inc. Ellijay, Georgia Commitment waiver request.
South Banking Company Alma, Georgia Post notice to expand the geographic scope of Bankers Data Services, Inc., Alma, Georgia, pursuant to Section 225.28(b)(14) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.

*Subject to the provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 3, 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.

<u>Bank</u>	<u>CRA Rating</u>	<u>Examination Date</u>
Bank of St. Petersburg 777 Pasadena Avenue So. St. Petersburg, Florida 33707 (813) 347-3132	Satisfactory	06-23-97

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 3, 1997

Recently Approved Applications

Approval Date

Republic Security Bank
West Palm Beach, Florida

09-30-97

To merge with County National Bank of South Florida, North Miami Beach, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.

Republic Security Financial Corporation
West Palm Beach, Florida

09-30-97

Request for waiver of the application requirements of Section 3(a)(5) of the Bank Holding Company Act by Republic Security Financial Corporation, West Palm Beach, Florida, in connection with its proposed merger with County National Corporation, and its subsidiary, County Bank, both of North Miami Beach, Florida.

Independent Bancshares, Inc.
Powder Springs, Georgia

10-03-97

After-the-fact change in control notice by Mr. Bob Maurice Prillaman and Ms. Lillias B. Prillaman to retain 10.36 percent of the outstanding shares of Independent Bancshares, Inc., Powder Springs, Georgia, pursuant to the Change in Bank Control Act of 1978.

MidSouth Bancorp, Inc.
Employee Stock Ownership Plan
Lafayette, Louisiana

10-03-97

After-the-fact change in control notice by MidSouth Bancorp, Inc., Employee Stock Ownership Plan, Lafayette, Louisiana, to retain 10.57 percent of the outstanding shares of MidSouth Bancorp, Inc., and its subsidiary, MidSouth National Bank, both of Lafayette, Louisiana, pursuant to the Change in Bank Control Act of 1978.

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>
Branch	Cole Taylor Bank Chicago, Illinois 111 West Washington Street Chicago, Illinois	NP - 10-1-97
Merger & Branch	Omni Bank Macomb, Illinois Farmer State Bank of Ferris Ferris, Illinois 1395 Buchaman Street Carthage, Illinois Main Street Ferris, Illinois	NP - 10-18-97
Branch	1st Source Bank South Bend, Indiana 3905 Franklin Street Michigan City, Indiana	NP - 10-14-97
Branch	Farmers State Bank of Waupaca Waupaca, Wisconsin 118 W. Session Street Waupaca, Wisconsin	NP - 9-1-97

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)(1)	Marengo Bancshares, Inc.* Marengo, Illinois Prairie State Bank (in organization) Marengo, Illinois	FR - 10-2-97 NP - 10-15-97
3(a)(3)	Albrecht Financial Services, Inc.* Norwalk, Iowa Heartland Bankshares, Inc. Madrid, Iowa City State Bank Grimes, Iowa	FR - 10-9-97 NP - 10-4-97
3(a)(3)	Mahaska Investment Company* Oskaloosa, Iowa Pella State Bank (in organization) Pella, Iowa	FR - 9-12-97 NP - 10-3-97
3(a)(1)	Builders Financial Corporation* Chicago, Illinois Builders Bank (in organization) Chicago, Illinois	FR - 10-23-97 NP - 08-21-97
3(a)(1)	George Washington Bancorp, Inc.* Oak Lawn, Illinois George Washington Savings Bank Oak Lawn, Illinois	FR - 10-6-97 NP - 10-27-97
3(a)(1)	Mercantile Bank Corporation* Grand Rapids, Michigan Mercantile Bank of West Michigan (in organization) Grand Rapids, Michigan	FR - 10-9-97 NP - 9-29-97
3(a)(3)	FBOP Corporation* Oak Park, Illinois California Bank, N.A. (in organization) Beverly Hills, California	FR - 10-27-97 NP - **

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)(3)	FBOP Corporation* Oak Park, Illinois First Capital Bank of Arizona Phoenix, Arizona	FR - 10-2-97 NP - 9-21-97
CoC-HC	Tabor Enterprises, Inc. Tabor, Iowa By J. Randel Smith, Jerry A. Jobe and Grant R. Schaaf	FR - 10-1-97 NP - 9-24-97
3(a)(1) & 4(c)(8)	Washington Bancorp* Washington, Iowa Rubio Savings Bank of Brighton Brighton, Iowa Washington Federal Savings Bank Washington, Iowa	FR - 10-23-97 NP - 10-25-97
3(a)(1)	Fisher Bancorp, Inc.* Fisher, Illinois Fisher National Bank Fisher, Illinois	FR - 10-24-97 NP - **
3(a)(1)	Midland Bancshares, Inc.* Kincaid, Illinois The Midland Community Bank Kincaid, Illinois	FR - 10-31-97 NP - **
3(a)(1)	Sparta Union Bancshares, Inc.* Sparta, Wisconsin Union National Bank & Trust Company Sparta, Wisconsin	FR - ** NP - **

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>
NONE		

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

<u>Type</u>	<u>Application</u>
ROS	Tabor Enterprises, Inc. Tabor, Iowa To redeem 5,200 shares or 52% of the common stock
ROS	Bankers Trust Company Des Moines, Iowa To redeem \$2 million of noncumulative perpetual preferred stock.

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 October 3, 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>
Pullman Bank and Trust Company 1000 East 114th Street Chicago, Illinois 60628-4697 (773) 602-8200 RSSD # 15536	4/28/97	S
Quad City Bank and Trust Company 2118 Middle Road Bettendorf, Iowa 52722 (319)344-0600 RSSD # 2142155	3/27/97	S

Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations
Cont'd

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
The State Bank of Geneva 22 South 4th Street P.O. Box 108 Geneva, Illinois 60134-0108 (630) 232-3200 RSSD #991135	6/23/97	S

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)(1) notification by Horizon Bancorp of South Arkansas, Inc., Magnolia, Arkansas, to acquire Horizon Bank of Columbia County, Magnolia, Arkansas.

Newspaper: 10-24-97

* Section 3(a)(1) notification by Peoples Bancorporation, Inc., Cuba, Missouri, to acquire Peoples Investment Corporation, Cuba, Missouri.

Newspaper: 10-20-97

* Section 3(a)(1) notification by First National Bancorp, Inc., Green Forest, Arkansas, to acquire First National Bank in Green Forest, Green Forest, Arkansas.

Newspaper: 11-1-97

* Section 3(a)(3) notification by First National Security Company, DeQueen, Arkansas, to acquire First Financial Corporation of Idabel, Idabel, Oklahoma.

Newspaper: 11-4-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE**Application****End of Comment Period**

None.

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE OR NEWSPAPER NOTICE**Application****End of Comment Period**

Section 9 notification by PNC Bank, Kentucky, Inc., Louisville, Kentucky, to make an additional investment in a community development project, with the aggregate of all such investments exceeding 5% of the bank's capital stock and surplus.

N/A

SECTION VI - CRA EXAMINATIONS SCHEDULED

Examinations may have to be rescheduled during the calendar quarter in which they are designated to begin. If an institution's examination is rescheduled for a date later than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received as a result of either the first publication or subsequent publications will be considered during the examination.

RSSD Number	Name	City	State
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FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to

Newspaper Notice Only

Application

Comment Period
Ending Date

First Interstate Bank, Billings, Montana, for prior approval to merge with First Interstate Bank, fsb, Hamilton, Montana, and, incident thereto, to establish a branch. *

October 24, 1997

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section II - Applications Subject to Both

Newspaper and Federal Register Notice

Application

Comment Period
Ending Date

U.S. Bancorp, Minneapolis, Minnesota for prior approval to merge with Zappco, Inc., St. Cloud, Minnesota. *

October 24, 1997
(Federal Register)

James DeForest Bennett, First PREMIER Bank, as Custodian FBO Emil William Erhardt IRA, Donald James Bennett, Steven Leroy Tostenrud, Alex Richard Zier, William Earl Thorndal, Robert Harry Sizemore, William Jerome Curley, Jon Fredric Sustarich, Kenneth Leroy Baker, Gregory Fred Bormann, Duncan Davis Flann, Ronald Herman Hornischer, Reid Edmund Erickson, and Karen L. Eide, Trustee, Eide & Eide CPAs Keogh Plan, as a group acting in concert, to acquire control of 75.50% of the voting shares of Citizens Development Company, Billings, Montana.

October 23, 1997
(Federal Register)

James DeForest Bennett, First PREMIER Bank, as Custodian FBO Emil William Erhardt IRA, Donald James Bennett, Steven Leroy Tostenrud, Alex Richard Zier, D.A. Davidson & Co. as custodian FBO William Earl Thorndal IRA, William Earl Thorndal, Robert Harry Sizemore, William Jerome Curley, Jon Fredric Sustarich, Kenneth Leroy Baker, Gregory Fred Bormann, Duncan Davis Flann, Ronald Herman Hornischer, Reid Edmund Erickson, and Karen L. Eide, Trustee, Eide & Eide CPAs Keogh Plan, as a group acting in concert, to acquire control of 79.47% of the voting shares of United Bancorporation, Billings, Montana.

October 23, 1997
(Federal Register)

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject
to Federal Register Notice Only

Application

Comment Period
Ending Date

U.S. Bancorp, Minneapolis, Minnesota to engage in data processing activities through the acquisition of Zappco, Inc., St. Cloud, Minnesota and indirectly its nonbank subsidiary, Zapp Data, Inc.

October 24, 1997

Citizens Development Company, Billings, Montana to engage *de novo* in lending activities.

October 23, 1997

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

Montana First National Bancorporation, Kalispell, Montana for prior approval to become a bank holding company through the acquisition of at least 80% of the voting shares of Montana First National Bank of Kalispell, Kalispell, Montana.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section V - Availability of
CRA Public Evaluations
week ending October 3, 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.

<u>BANK(S) EXAMINED</u>	<u>DATE OF EXAMINATION</u>	<u>CRA RATING</u>
Cheyenne Western Bank P.O. Box 368 Ashland, MT 59003-0368 (406) 784-2302	June 23, 1997	Satisfactory
Citizens State Bank of St. James 123 Armstrong Boulevard South St. James, Minnesota 56081-0107 (507) 375-3201	June 30, 1997	Outstanding

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

Michael P. Landen, Dallas, Texas, to acquire voting shares of Security National Corporation, Omaha, Nebraska; and thereby indirectly acquire Security National Bank of Omaha, Omaha, Nebraska.

October 22, 1997

TCA Financial Corporation, Englewood, Colorado, to become a bank holding company by acquiring 100 percent of the voting shares of Trust Company of America, Boulder, Colorado, a de novo bank in organization.*

October 31, 1997

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>
Citizens Bank of Ardmore 1100 N. Commerce Ardmore, Oklahoma 73401-3985	255556	07-14-97	09-30-97	Satisfactory
Farmers State Bank 1st Street Stanberry, Missouri 64489-0129	376657	07-21-97	10-02-97	Satisfactory
Tri State Bank 616 E. Speer Boulevard Denver, Colorado 80203	33558	06-30-97	10-03-97	Satisfactory

*Application is subject to CRA.

District 11

Federal Reserve Bank of Dallas

Applications and Notifications Filed During the Week of September 29, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
None.		

* Subject to CRA.

** Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
*Section 3(a)(1)	SWB Bancshares, Inc., Fort Worth, TX, to acquire SW Financial, Inc., Dover, DE, and Southwest Bank, Fort Worth, TX (Previously reported during the week of September 22, 1997)	**97/10/23
*Section 3(a)(1)	SW Financial, Inc., Dover, DE, to acquire Southwest Bank, Fort Worth, TX (Previously reported during the week of September 22, 1997)	**97/10/23
Change in Control Notice	Carmen P. Smith Family Limited Partnership, Wichita Falls, TX, only notificant, to acquire an interest in AmeriBancshares, Inc., Wichita Falls, TX (Previously reported during the week of September 2, 1997)	**97/10/01
*Section 3(a)(3)	Olney Bancshares of Texas, Inc., Olney, TX, and Olney Bancorp of Delaware, Inc., Wilmington, DE, to acquire First National Bank of Borger, Borger, TX, Citizens National Bank of Childress, Childress, TX, and First State Bank of Canadian, N.A., Canadian, TX	N/A
*Section 3(a)(1)	Amador Merger Corporation, Las Cruces, NM, to acquire Amador Bancshares, Inc., Las Cruces, NM, and Citizens Bank of Las Cruces, Las Cruces, NM	N/A

* Subject to CRA.

** Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

Federal Reserve Bank of Dallas

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
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Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
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None.

* Subject to CRA.

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
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None.

Federal Reserve Bank of Dallas

Section V - Publicly available CRA evaluations

Description of the CRA goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped 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 federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
None.				*Outstanding

Section VI - CRA examinations scheduled **Quarter of**

<i>Institution</i>	<i>Location</i>
*N/A	

* Not Available.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 10/03/97

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Westamerica Bank, San Rafael, CA, to establish a mobile branch office to serve Marin County, California. *	<u>Newspaper:</u> 10/31/97

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

Heritage Financial Corporation to become a bank holding company by acquiring Heritage Savings Bank, both of Olympia, Washington. *	<u>Newspaper:</u> Not available
	<u>Fed. Reg. :</u> 10/31/97
Greater Bay Bancorp, Palo Alto, California, to acquire Peninsula Bank of Commerce, Millbrae, California. *	<u>Newspaper:</u> Not available
	<u>Fed. Reg.:</u> 10/31/97

Section III - Applications Subject to Federal Register Only

The Sanwa Bank, Limited, Osaka, Japan, to engage in leasing and financing activities through the acquisition of Morcroft Capital Corporation, Fairfield, New Jersey.	<u>Fed. Reg.:</u> 10/21/97
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Section IV - Applications Not Subject to Federal Register Notice
or Newspaper Notice

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 10/03/97

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 October 3, 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
1867 Western Financial Corporation(1), Stockton, CA CONTINUED	Capital Corp of the West, Merced, CA, & Town & Country Finance & Thrift Co., Turlock, CA & Capital West Group, Inc., Stockton, CA operating an industrial loan co. (b)(4); providing credit life insurance (b)(11); management consulting (b)(9); CONTINUED	4	San Francisco	August 26, 1997
1867 Western Financial Corporation(2), Stockton, CA CONTINUED	& investment & financial advice (b)(6)	4	San Francisco	August 26, 1997
1867 Western Financial Corporation, Stockton, CA	Capital Corp of the West, Merced, CA & County Bank, Merced, CA	3	San Francisco	September 2, 1997
Alabama National BanCorporation, Birmingham, AL	First American Bancorp, Decatur, AL & First American Bank, Decatur, AL	3	Atlanta	October 24, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Albrecht Financial Services, Inc., Norwalk, IA	Heartland Bankshares, Inc., Madrid, IA & City State Bank, Grimes, IA	3	Chicago	October 9, 1997
Amador Merger Corporation, Las Cruces, NM	Citizens Bank of Las Cruces, Las Cruces, NM	3	Dallas	October 31, 1997
Arrendale Undiversified Family Limited Partnership(2), Baldwin, GA CONTINUED Cynthia Bussey, in their individual capacities		CIBC	Atlanta	October 16, 1997
Arrendale Undiversified Family Ltd. Partnership(1), Baldwin, GA; its general partners, Thomas A. Arrendale, III, Gainsville, GA; Cynthia Bussey, Atlanta, GA; & Thomas A. Arrendale, Jr., Clarkesville, GA; Thomas A. Arrendale, III, & CONTINUED	Habersham Bancorp, Cornelia, GA, & Habersham Bank, Clarkesville, GA CONTINUED	CIBC	Atlanta	October 16, 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
Bank Capital Corporation, Strasburg, CO	Guaranty Corporation, Denver, CO	3	Kansas City	September 26, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Barnett Banks, Inc.(2), Jacksonville, FL; First Union Corp., Charlotte, NC; First Virginia Banks, Inc., Falls Church, VA; Jefferson Bankshares, Inc., Charlottesville, VA; NationsBank Corp., Charlotte, NC; Riggs Nat'l Corp., Washington, D.C.;		4	Richmond	September 3, 1997
CONTINUED				
Barnett Banks, Inc.(3), Jacksonville, FL; Signet Banking Corp. Richmond, VA; SunTrust banks, Inc., Atlanta, GA; Synovus Financial Corp., Columbus, GA, & Wachovia Corporation, Winston-Salem, NC		4	Richmond	September 3, 1997
Barnett Banks, Inc., Jacksonville, FL; Crestar Financial Cor., Richmond, VA; First Union Corp. Charlotte, NC; NationsBank Corp., Charlotte, NC; Southern National Corp., Winston-Salem, NC; and Wachovia Corp., Winston-Salem, NC	HONOR Technologies, Inc. Maitland, FL data processing and electronic funds transfer services, (b)(7) Card Alert Services, Inc. Arlington, VA providing debit card securities services (b)(7)	4	Richmond	March 27, 1997
Boston Private Bancorp, Inc., Boston, MA	Westfield Capital Management Company, Inc., Boston, MA, financial investment advisory activities (b)(6)	4	Boston	October 21, 1997
Boston Private Bancorp, Inc., Boston, MA	Westfield Capital Management Company, Inc., Boston, MA, in financial & investment advisory activities (b)(6)	4	Boston	October 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Bradley Investments, L.L.P., Golden, CO, Bradley, Leo N., Golden, CO, Bradley, Susan Q., Denver, CO, and Bradley, Jeffrey N., Denver, CO	Evergreen Bancorporation, Evergreen, CO & Evergreen National Bank, Evergreen, CO	CIBC	Kansas City	October 10, 1997
Builders Financial Corporation, Chicago, IL	Builders Bank, Chicago, IL	3	Chicago	October 23, 1997
California Community Financial Institutions Fund Limited Partnership; Belvedere Capital Partners, Inc., & Newco, all of San Francisco, CA & National Bancorp of Alaska, Inc., Anchorage, AL	Securities First Bank, Fulleton, CA	3	San Francisco	September 29, 1997
Calvin B. Taylor Bankshares, Inc., Berlin, MD	Calvin B. Taylor Banking Company of Berlin Maryland, Berlin, MD, & Calvin B. Taylor Bank of Delaware, Ocean View, DE	3	Richmond	September 15, 1997
Canadian Imperial Bank of Commerce(3), Toronto, CA CONTINUED	agency transactional services (b)(7); in underwriting & delaing in government obligations & money market instruments, providing investments & trading services & buying & selling bullion & related activities (b)(8)	4	New York	August 28, 1997
Canadian Imperial Bank of Commerce(1), Toronto, Canada CONTINUED	CIBC Wood Gundy Securities Corp. ("CIBC Wood Gundy"), New York, NY, all the outstanding shares of Oppenheimer Holdings, Inc., New York, NY, & its subsidiaries, including Oppenheimer & Co., Inc., New York, NY in underwriting & CONTINUED	4	New York	August 28, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Canadian Imperial Bank of Commerce(2), Toronto, Canada CONTINUED	dealing to a limited extent in all types of equity & debt securities; lending (b)(1), (b)(2); financial & investment advisory services (b)(6); securities brokerage, riskless principal, private placement, futures commission merchant & other CONTINUED	4	New York	August 28, 1997
Canisteo Valley Corporation, Canisteo, NY	First State Bank, Canisteo, NY	3	New York	October 30, 1997
Capitol Bancorp, Ltd., Lansing, MI	Muskegon Commerce Bank, Muskegon, MI	3	Chicago	October 31, 1997
Carolina First Corporation, Greenville, SC	First Southeast Financial Corporation, Anderson, SC & First Federal Savings & Loan Association of Anderson, Anderson, SC in operating a savings & loan association (b)(4)(ii)	4	Richmond	September 3, 1997
Carruth, Johnny Bob, Lubbock, TX; Cleveland, Walter Charles, Idalou, TX; Hobgood, Robert Charles, Haskel, TX; Morris, Kim Holder, Houston, TX; Thigpen, Joseph Emmitt, Haskell, TX; Toliver, Bailey Lee, Haskell, TX, & Toliver, Samuel Ray, Haskell, TX	First Haskell Bancorp, Inc., Haskell, TX & First National Bank, Haskell, TX	CIBC	Dallas	September 26, 1997
Cashin, Stuart A., Jr., Duluth, GA	Embry Bankshares, Inc., Duluth, GA & Embry National Bank, Larenceville, GA	CIBC	Atlanta	October 21, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Centre 1 Bancorp, Inc., Beloit, WI	First Winnebago Corporation, Winnebago, IL & First National Bank of Winnebago	3	Chicago	September 26, 1997
Citizens Bankers, Inc., Baytown, TX	First National Bank of Bay City, Bay City, TX	3	Dallas	October 6, 1997
Citizens Bankers, Inc., Baytown, TX, and Citizens Bankers of Delaware, Wilmington, DE	First National Bank of Bay City, Bay City, TX	3	Dallas	September 18, 1997
Citizens Development Co., Billings, MT	Citizens Development Col., Billings, MT, in making & servicing loans, (b)(1)	4	Minneapolis	October 23, 1997
Citizens Financial Corp., Midwest City, OK	U.S. National Bank, Midwest City, OK	3	Kansas City	October 16, 1997
Coddle Creek Financial Corp., Mooresville, NC	Mooresville Savings Bank, SSB, Mooresville, NC	3	Richmond	October 16, 1997
Community Bancshares of West Plains, Inc., West Plains, MO	Community First National Bank of West Plains, West Plains, MO	3	St. Louis	October 24, 1997
Community Bankshares, Inc., Denver, CO	Dove Creek State Bank, Dover Creek, CO	3	Kansas City	October 20, 1997
Community First Bankshares, Inc., Fargo, ND	Republic National Bancorp, Inc., Pehoenix, AZ & Republic National Bank of Arizona, N.A., Phoenix, AZ	3	Minneapolis	October 6, 1997
Community First Bankshares, Inc., Fargo, ND	First National Summit Bankshares, Inc., Gunnison, CO & First National Summit Bank, Gunnison, CO	3	Minneapolis	October 6, 1997
Community National Corporation, Lexington, TN	Community National Bank of Tennessee, Lexington, TN	3	St. Louis	October 17, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Compass Bancshares, Inc., Birmingham, AL	GSB Investments, Inc., Gainesville, FL & Gainsville State Bank, Gainesville, FL	3	Atlanta	October 6, 1997
Cortez Investment Co., Cortez, CO	The Cortez State Bank, Cortez, CO	3	Kansas City	October 6, 1997
CSB Bancshares, Inc., Ellsworth, KS	Wilson Bancshares, Inc., Wilson, KS & Wilson State Bank, Wilson, KS	3	Kansas City	October 23, 1997
Davis, John Francis, and Davis, Carman Lee, both of Concordia, KS	Tri-County Bancshares, Inc., Linn, KS, & Tri-County National Bank, Washington, KS	CIBC	Kansas City	October 15, 1997
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 1997
Exchange National Bancshares, Inc., Jefferson City, MO	Union State Bancshares, Inc., Clinton, MO & Union State Bank & Trust Company of Clinton, Clinton, MO	3	St. Louis	October 2, 1997
F.N.B. Corporation, Hermitage PA & Southwest Banks, Inc., Naples, FL	Mercantile Bank of Southwest Florida, Naples, FL	3	Cleveland	October 10, 1997
F.N.B. Corporation, Hermitage, PA	Indian Rocks State Bank, Largo, FL	3	Cleveland	September 2, 1997
FBOP Corporation, Oak Park, IL	First Capital Bank of Arizona, Phoenix, AZ	3	Chicago	October 2, 1997
FBOP Corporation, Oak Park, IL	California Bank, N.A., Beverly Hills, CA	3	Chicago	October 27, 1997
First Banks, Inc., St. Louis, MO	Surety Bank, Vallejo, CA	3	St. Louis	October 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Citizens Bancshares, Inc., Dyersburg, TN	Bank of Troy, Troy, TN	3	St. Louis	October 30, 1997
First Commercial Corporation, Little Rock, AR	First Charter Bancshares, Inc., North Little Rock, AR, & Charter State Bank, Beebe, Arkansas, Beebe, AR	3	St. Louis	September 19, 1997
First National Bancshares, Inc., East Lansing, MI	Finance Company of North America, LLC, East Lansing, MI in making and servicing loans (b)(1)	4	Chicago	August 17, 1997
First National Bank of Las Animas ESOP, Las Animas, CO	First Bankshares of Las Animas, Inc., Las Animas, CO & First National Bank, Las Animas, CO	3	Kansas City	October 6, 1997
First National of Nebraska, Inc., Omaha, NE, & its subsidiary First National of Colorado, Inc., Fort Collins, CO	Platte Valley National Bank, Grand Island, NE & First National of Nebraska, Lincoln, NE	3	Dallas	August 25, 1997
First State Bancshares, Inc., Farmington, MO	Perry County Financial Corporation, Perryville, MO, and Perry County Savings Bank, FSB, Perryville, MO operating a savings association (b)(4)	4	St. Louis	August 1, 1997
First Union Corporation(1), Charlotte, NC CONTINUED	Signet Banking Corp., & Signet Bank, Richmond, VA; Signet Commercial Credit Corp., Richmond, VA making loans that are typically secured by inventory, accounts receivable or like security & are generally structured on a revolving basis (b)(1); CONTINUED	3 and 4	Richmond	September 19, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Union Corporation(2), Charlotte, NC CONTINUED	and other nonbanking activities (b)(11)(iv); (b)(5) (b)(7), (b)(8), (b)(6)	3 and 4	Richmond	September 19, 1997
First United Bancshares, Inc., El Dorado, AR	City Bank & Trust of Shreveport, Shreveport, LA	3	St. Louis	October 9, 1997
FirstBank Holding Company of Colorado, ESOP, Lakewood, CO	FirstBank Holding Company of Colorado, Lakewood, CO	3	Kansas City	October 9, 1997
Fischer Bancorp, Inc., Fischer, IL	Fisher National Bank, Fisher, IL	3	Chicago	October 24, 1997
Frame, Chark S. & David C., Doylestown, PA	Premier Bancorp, Inc., Doylestown, PA & Premier Bank, Doylestown, PA	CIBC	Philadelphia	October 22, 1997
FSB Bancorp, MHC & FSB Bancorp, both of Farmington, ME CORRECTION	Franklin Savings Bank, Farmington, MN	CIBC	Boston	August 28, 1997
FSB Bancorp, MHC, and FSB Bancorp, both of Farmington, ME	Franklin Savings Bank, Farmington, ME	3	Boston	August 28, 1997
George Washington, Bancorp, Inc., Oak Lawn, IL	George Washington Savings Bank, Oak Lawn, IL	3	Chicago	October 6, 1997
Gilinski, Jaime, Santafe de Bogota, Columbia	Eagle National Holding Company, Inc., Miami, FL	CIBC	Atlanta	October 1, 1997
Gold Banc Corporation, Inc., Leawood, KS	Farmers Bancshares of Oberlin, Inc., Oberlin, KS, and Farmers National Bank, Oberlin, KS	3	Kansas City	August 21, 1997
Great Southern Capital Corporation Employee Stock Ownership Trust, Meridian, MS	Great Southern Capital Corporation, Meridian, MS, & Great Southern National Bank, Meridian, MS	3	Atlanta	October 30, 1997
Greater Bay Bancorp, Palo Alto, CA	Peninsula Bank of Commerce, Millbrae, CA	3	San Francisco	October 31, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Greenblatt, Leon A., III, and Chiplease, Inc., both of Chicago, IL	Home Financial Bancorp, Spencer, IN, and Owen Community Bank, S.B., Spencer, IN	CIBC	Chicago	July 9, 1997
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Grell, Steven; Bovee Investment Trust, Bovee, Michael R., Trustee; Tamisiea, Bruce; Nystrom, Bruce; Grave, Gary; Cotton, John M.; & Hultgren, David M.; all of Spencer, IA, acting in concert	Albert City Bankshares, Inc., Albert City, IA & Albert City Savings Bank, Albert City, IA & The Citizens State Bank, Marathon, IA	CIBC	Chicago	August 29, 1997
Griffin Investment, L.P. & Griffin General Partner, Inc., both of Cameron, MO	Griffin Bancshares, Inc., Cameron, MO & Pony Express Bank, Braymer, MO	3	Kansas City	October 16, 1997
Harbor, Lacy J., Denison, TX	Marble Falls National Bancshares, Inc., Marble Falls, TX, & Marble Falls National Bank, Marble Falls, TX	CIBC	Dallas	September 4, 1997
Hardin County Bancshares, Inc., Savannah, TN	Majors Insurance Agency, Inc., Adamsville, TN general insurance agency activities in a town of less than 5,000 (b)(11)	4	St. Louis	August 26, 1997
Hazard, Charles Michael, Boston, MA	Boston Private Bancorp, Inc., Boston, MA, & Boston Private Bank & Trust Company, Boston, MA	CIBC	Boston	October 15, 1997
Hazard, Charles Michael, Boston, MA CORRECTION	Boston Private Bancorp, Inc., Boston, MA & Boston Private Bank & Trust Company, Boston, MA CORRECTION	CIBC	Boston	October 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Heath, Craig Dwight, Phoenix, AZ	Texico Bancshares Corporation, Texico, IL & Texico State Bank, Texico, IL	CIBC	St. Louis	October 1, 1997
Heritage Financial Corporation, Olympia, WA	Heritage Savings Bank, Olympia, WA	3	San Francisco	October 31, 1997
Hibernia Corporation, New Orleans, LA	Unicorp Bancshares-Texas Inc., Orange, TX, and OrangeBank, Orange, TX	3	Atlanta	August 11, 1997
Hibernia Corporation, New Orleans, LA	Northwest Bancshares of Louisiana, Inc., Mansfield, LA & First National Bank in Mansfield, Mansfield, LA	3	Atlanta	October 24, 1997
Horizon Bancorp of South Arkansas, Inc., Magnolia, AR	Horizon Bank of Columbia County, Magnolia, AR	3	St. Louis	October 20, 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
Iron Bancshares, Inc., Salisbury, CT	The National Iron Bank, Salisbury, CT	3	Boston	October 2, 1997
Jackson Boulevard Fund, Ltd.; Jackson Boulevard Equities, L.P. & Paul J. Duggan, all of Chicago, IL	Damen Financial Corporation, Schaumburg, IL & Damen National Bank, Schaumburg, IL	CIBC	Chicago	September 3, 1997
Jacobsen, Sam J., Middleton, WI	First Business Bancshares, Madison, WI & First Business Bank, Madison, WI	CIBC	Chicago	August 28, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Jasper Banking Company Second Amended and Restated Employee Stock Ownership Stock Bonus Plan (ESOP), Jasper, GA	JBC Bancshares, Inc., Jasper, GA	CIBC	Atlanta	August 12, 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
Kroll, Rodney, G; Copeland, Newman E.; Slamans, Scott J.; Gray, Rondy, T.; Turner, Charles B.; DuBois, James H., all of Waco, TX, and Salome, Tommy G., Crawford, TX, & Time Manufacturing Company., Waco, TX	First Riesel Corporation, Riesel, TX & First State bank, Riesel, TX	CIBC	Dallas	September 30, 1997
Lagomarsino, Richard A., and Robert J., both of Ventura, CA, & Wood, Catherine S., Carpinteria, CA; acting in concert	Americorp, Ventura, CA, and American Commercial Bank, Ventura, CA	CIBC	San Francisco	August 6, 1997
Lagomarsino, Richard A.; Lagomarsino, Ramona; Ramona Lagomarsino Family Limited Partnership; Lagomarsino, Robert J., all of Ventura, CA; & Lagomarsino, Norma M; Wood, Catherine S.; & Wood, Jack W.; acting in concert, all of Carpinteria, CA	Americorp , Ventura, CA, and American Commerical Bank, Ventura CA	CIBC	San Francisco	August 20, 1997
Landen, Michael P., Dallas, TX	Security National Corporation, Omaha, NE & Security National Bank of Omaha, Omaha, NE	CIBC	Kansas City	October 22, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Leake Family Partnership, L.P., Jackson, MS	Citizens Capital Corporation, Magee, MS, and Citizens State Bank, Magee, MS	CIBC	Atlanta	July 23, 1997
Lexington B & L Financial Corp., Lexington, MO	Lafayette Bancshares, Inc., Lexington, MO, and Lafayette County Bank of Lexington/Wellington, Lexington, MO; and B & L Bank, Lexington, MO operating a savings association (b)(4)	3 and 4	Kansas City	August 4, 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
Mahaska Investment Company, Oskaloosa, IA	Pella State Bank, Pella, IA	3	Chicago	September 12, 1997
MainStreet BankGroup Incorporated, Martinsville, VA	Commerce Bank Corporation, College Park, MD	3	Richmond	October 6, 1997
Marengo Bancshares, Inc., Marengo, IL	Prairie State Bank, Marengo, IL	3	Chicago	October 2, 1997
MBNA Corporation, Wilmington, DE	MBNA America Bank (Delaware), Wilmington, DE	3	Philadelphia	November 1, 1997
Mercantile Bancorp, Inc., Quincy, Illinois, Quincy, IL	Golden Bancshares, Inc., Golden, IL & Golden State Bank, Golden, IL & Brown County State Bank, Mount Sterling, IL	3	St. Louis	October 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Mercantile Bank Corporation, Grand Rapids, MI	Mercantile Bank of West Michigan, Grand Rapids, MI	3	Chicago	October 9, 1997
Mid America Banking Corporation, Columbia, MO	Pulaski Bancshares, Inc., Dixon, MO & State Bank of Dixon, Dixon, MO	3	St. Louis	October 27, 1997
Mid America Mortgage Services, Inc., Columbia, MO; Mid America Mortgage Services of St. Louis, Inc., St. Louis, MO; Mid America Mortgage Services of Springfield, Inc., Springfield, MO	Mid America Banking Corporation, Columbia, MO, & Pulaski Bancshares, Inc., Dixon, MO, & State Bank of Dixon, Dixon, MO	3	St. Louis	October 27, 1997
Midland Bancshares, Inc., Kincaid, IL	The Midland Community Bank, Kincaid, IL	3	Chicago	October 31, 1997
MidSouth Bancorp, Inc., ESOP, Lafayette, LA	MidSouth Bancorp, Inc., Lafayette, LA & MidSouth National Bank, Lafayette, LA	CIBC	Atlanta	September 30, 1997
Midwest Community Bancshares, Inc., Marion, IL	The Bank of Marion, Marion, IL	3	St. Louis	September 2, 1997
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Pittsfield Central Development Company, LLC., Pittsfield, MA, community development activities (b)(12)	4	Boston	October 10, 1997
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Trust Company of the Berkshires, N.A., Pittsfield, MA, performing trust company functions (b)(5)	4	Boston	October 10, 1997
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Lee National Banc Corp., Lee, MA, & First National Bank of the Berkshires, Lee, MA & City Savings Bank of Pittsfield, Pittsfield, MA	3	Boston	September 19, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Myers, Judy Noe, Dallas, TX	Rusk County Bancshares, Inc., Henderson, TX & Peoples State Bank, Henderson, TX	CIBC	Dallas	September 24, 1997
National Bank of Canada, Montreal, Canada & NatBC Holding Corporation, Hollywood, FL	Natbank, N.A., Hollywood, FL & Natbank, N.A.	3	New York	October 3, 1997
National City Bancshares, Inc., Evansville, IN	Fourth First Bancorp, Inc., Huntingburg, IN & First Bank of Huntingburg, Huntingburg, IN	3	St. Louis	October 3, 1997
National Commerce Bancorporation, Memphis, TN	First Market Banks, FSB, Memphis, TN, operation of a federal savings bank (b)(4).	4	St. Louis	October 10, 1997
New Amboy, Inc., Old Bridge, NJ	Amboy Bancorporation, Old Bridge, NJ & Amboy National Bank, Old Bridge, NJ	3	New York	September 26, 1997
Northside Banking Corporation, Tampa, FL	Northside Bank of Tampa, Tampa, FL	3	Atlanta	August 29, 1997
Norwest Corporation, Minneapolis, MN, through its wholly owned subsidiaries Norwest Financial Services, Inc., and Norwest Financial, Inc., both of Des Moines, IA	Cityside Fin.'l Serv.s of WI, Inc., Cityside Savings & Fin.'l Services, Co., & Cityside Insurance Co., Ltd., Eden Prairie, MN, in consumer fin. (b)(1); the sale of insur. (b)(11)(i), (ii) & (iii) & the operation of a nonbank depository institution (b)(4)	4	Minneapolis	October 17, 1997
O.A.K. Financial Corporation, Byron Center, MI	Caledonia Financial Corporation, Caledonia, MI, & State Bank of Caledonia, Caledonia, MI	3	Chicago	August 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Olney Bancshares of Texas, Inc., Olney, TX & Olney Bancorp of Delaware, Inc., Wilimington, DE	First National Bank of Borger, Borger, TX; Citizens National Bank of Childress, Childress, TX & First State Bank of Canadian, N.A., Canadian, TX	3	Dallas	October 16, 1997
Olympian New York Corporation, Brooklyn, NY	Olympian Bank, Brooklyn, NY	3	New York	October 9, 1997
Olympic Bancorp, Port Orchard, WA	Kitsap Bank, Port Orchard, WA	3	San Francisco	September 19, 1997
One Valley Bancorp, Inc., Charleston, WV	One Valley Bank-Central Virginia, N.A., Lynchburg, VA	3	Richmond	October 9, 1997
P.C.B. Bancorp, Inc., Largo, FL	Anchor Savings Bank, F.S.B., St. Petersburg, FL operating a savings association (b)(4)	4	Atlanta	August 8, 1997
Paradigm Bancorporation, Inc., Houston, TX & Paradigm Delaware Bancorporation, Inc., Dover, DE	First National Bank of Dayton, Dayton, TX	3	Dallas	October 3, 1997
Pederson, Richard Paul II, Page, ND	Page Bank Holding Company, Page, ND, & Page State Bank, Page, ND	CIBC	Minneapolis	October 17, 1997
Penns Wood Bancorp, Inc., Williamsport, PA	Columbia Financial Corporation, Bloomsburg, PA & First Columbia Bank & Trust Company, Bloomsburg, PA	3	Philadelphia	October 20, 1997
Peoples Bancorp, Inc., Marietta, OH	Gateway Bancorp, Inc., Catlettsburg, KY, and Catlettsburg Federal Savings Bank, Catlettsburg, KY operating a savings association (b)(4)(ii)	4	Cleveland	August 1, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Peoples Bancorporation, Inc., Cuba, MO	Peoples Investment Corporation, Cuba, MO & Peoples Bank, Cuba, MO	3	St. Louis	October 17, 1997
Peoples Commercial Bancorp, Inc., Stilwell, OK	Bank of Commerce, Stilwell, OK & Peoples Bank, Westville, OK	3	Kansas City	September 26, 1997
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	August 11, 1997
Peoples Financial Corp., Inc., Ford City, PA	Elderton State Bank, Elderton, PA	3	Cleveland	August 25, 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
Planters & Merchants Bancshares, Inc., Hearne, TX, & Planters & Merchants Bancshares of Delaware, Inc., Wilmington, DE	Homestead Bank, S.S.B., College Station, TX	3	Dallas	August 14, 1997
Platt, Michael D., Hardtner, KS; Molz, James L., Kiowa, KS; Collins, David C., & Pederson, Roland C., both of Burlington, OK	B-K Agency, Inc. Hardtner, KS, & The Farmers State Bank, Hardtner, KS	CIBC	Kansas City	September 10, 1997
Popular, Inc., Hato Rey, Puerto Rico	Houston Bancorporation, Inc., Houston, TX, & Citizens National Bank, Houston, TX	3	New York	October 16, 1997
Preimer Bancorp, Inc., Doylestown, PA	Preimer Bank, Doylestown, PA	3	Philadelphia	October 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Premier Bancshares, Inc., Atlanta, GA	Citizens Gwinnett Bankshares, Inc., Duluth, GA & Citizens Bank of Gwinnett, Duluth, GA	3	Atlanta	October 31, 1997
Prillaman, Bob Maurice & Lillias B., Marietta, GA	Independent Bancshares, Inc., Powder Springs, GA	CIBC	Atlanta	August 29, 1997
Proffitt, Richard Todd, Pigeon Forge, TN	Tennessee State Bancshares, Inc., Pigeon Forge, TN (formerly Gatlinburg, TN), and Tennessee State Bank, Gatlinburg, TN	CIBC	Atlanta	August 5, 1997
Progress Bancshares, Inc., Sullivan, MO	Progress Bank of Sullivan, Sullivan, MO, a de novo bank	3	St. Louis	August 8, 1997
Provident Financial Group, Inc., & FGBI Acquisition Corp., both of Cincinnati, OH	Florida Gulfcoast Bancorp, Inc., Sarasota, FL, and Enterprise National Bank of Sarasota, Sarasota, FL	3	Cleveland	July 24, 1997
Rice Lake Bancorp, Inc., Rice Lake, WI	TALCO, Inc., Menomonie, WI & Menomonie Shares, Inc., Menomonie, WI; Menomonie Financial Services, Inc., Menomonie, WI & First Bank and Trust, Menomonie, WI	3	Minneapolis	October 9, 1997
Riverside Gulf Coast Banking Company, Cape Coral, FL	Riverside Bank of the Gulf Coast, Cape Coral, FL	3	Atlanta	October 24, 1997
Rockdale National Bankshares, Conyers, GA CORRECTION	Rockdale National Bank, Conyers, GA	3	Atlanta	August 22, 1997
Rockdale National Bankshares, Inc., Conyers, GA	Rockdale National Bank, Conyers, GA	3	Atlanta	August 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Rockdale National Bankshares, Inc., Conyers, GA	Rockdale National Bank, Conyers, GA	3	Atlanta	August 22, 1997
Roseau Realty Co., Inc., Roseau, MN	Citizens State Bank of Roseau, Roseau, MN, in general insurance agency activities (b)(11)(iii)(A)	3 and 4	Minneapolis	October 23, 1997
Security Bank Holding Company ESOP and Security Bank Holding Company, both of Coos Bay, OR	Pacific State Bank, Reedsport, OR	3	San Francisco	October 20, 1997
Security State Bancshares, Inc., Charleston, MO	Merchants and Planters Bank of Hornersville, Hornersville, MO	3	St. Louis	October 24, 1997
Shields, James Homer, III, London, England	Sebastian Bankshares, Inc., Barling, AR & River Valley Bank and Trust, Lavaca, AR	CIBC	St. Louis	September 24, 1997
SIS Bancorp, Inc., Springfield, MA	Glastonbury Bank & Trust Company, Glastonbury, CT	3	Boston	October 16, 1997
Smith, Carmen P. Family Limited Partnership; Smith, Carmen P.; & Woodruff, Peggie J., as General Partners, all of Wichita Falls, TX	AmeriBancShares, Inc., Wichita Falls, TX & AmeriBancShares of Delaware, Inc., Wilmington, DE & American National Bank, Wichita Falls, TX	CIBC	Dallas	September 24, 1997
Smith, James Randel, Auburn, NE; Jobe, Jerry A. Tabor, IA; and Schaaf, Grant, T., Randolph, IA	Tabor Enterprises, Inc., Tabor, IA & First State Bank, Tabor, IA	CIBC	Chicago	October 1, 1997
Smith, James Randel, Auburn, NE; Jobe, Jerry A., Tabor, IA, and Schaaf, Grant T., Randolph, IA CORRECTION	Tabor Enterprises, Inc., Tabor, IA, & First State Bank, Tabor, IA CORRECTION	CIBC	Chicago	October 1, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Spanjer, Leland, Cozad, NE, in his capacity as Personal Representative of the Estate of Clifford G. Young	C.S.B. Co., Cozad, NE, Cozad State Bank & Trust Company, Cozad, NE, and First National Bank of Chadron, Chadron, NE	CIBC	Kansas City	August 11, 1997
Spectrum Bancorporation, Inc., Omaha, NE	First Savings & Loan Association of South Dakota, Inc., Aberdeen, SD in the operation of a savings association (b)(4)	4	Minneapolis	September 26, 1997
Spehar, David L. & Nancy A., Kansas City, KS	First Community Bancshares, Inc., Kansas City, KS, and First Community Bank, Kansas City, KS	CIBC	Kansas City	August 5, 1997
SWB Bancshares, Inc., Fort Worth, TX & SW Financial, Inc., Dover, DE	Southwest Bank, Fort Worth, TX	3	Dallas	October 23, 1997
TCA Financial Corporation, Englewood, CO	Trust Company of America, Boulder, CO	3	Kansas City	October 31, 1997
Texas Financial Bancorporation, Inc., Minneapolis, MN & Delaware Financial, Inc., Wilmington, DE	CNB Bancshares of Victoria, Victoria, TX & Citizens Bancorp of Delaware, Inc., Wilmington, DE & Citizens National Bank, Victoria, TX	3	Dallas	September 26, 1997
The Chase Manhattan Corporation & Chase Holdings Delaware, Inc., New York, NY CORRECTION	Chase Manhattan Bank & Trust Company, National Association, Los Angeles, CA	3	New York	August 18, 1997
The First national Bank of St. James ESOP, St. James, MN	The First National Agency at St. James, St. James, MN, & The First National Bank of St. James, St. James, MN	3	Minneapolis	October 20, 1997
The Marine BancCorp, Inc., Chincoteague, VA	The Marine Bank, Chincoteague, VA	3	Richmond	October 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
The Sanwa Bank Limited, Osaka, Japan	Morcroft Capital Corporation, Fairfield, NJ, leasing & financing activities, (b)(3) & (b)(1)	4	San Francisco	October 21, 1997
Triangle Bancorp, Inc., Raleigh, NC	Bank of Mecklenburg, Charlotte, NC	3	Richmond	August 1, 1997
Trust No. 3 Under Will of Charles Henderson, Troy, AL, & Henderson Bancshares, Inc., Troy, AL	Pea River Capital, Corporation, Elba, AL, & Peoples Bank of Coffee County, Elba, AL	3	Atlanta	October 24, 1997
Trustbank Financial Corporation, Denver, CO	Trust Bank of Colorado, Denver, CO	3	Kansas City	October 20, 1997
U.S. Bancorp, Minneapolis, MN	Zappco, Inc., St. Cloud, MN & The First National Bank of Little Falls, Little Falls, MN; Melrose State Bank, Melrose, MN; & Zapp National Bank of St. Cloud, St. Cloud, MN & Zapp Data, Inc., St. Cloud, MN, providing data processing services (b)(14)	3 and 4	Minneapolis	October 24, 1997
Union Planters Corporation, Memphis, TN	Capital Bancorp, Miami, FL & Capital Bank, Miami, FL	3	St. Louis	October 3, 1997
UST Corp. Boston, MA CORRECTION	Firestone Financial Corp., Newton, MA in installment loan and lease financing activities to commercial customer (b)(1) & (b)(3)	4	Boston	September 5, 1997
UST Corp., Boston, MA	Firestone Financial Corp., Newton, MA in installment loan & lease financing activities to commercial customers (b)(1) & (b)(3)	4	Atlanta	September 15, 1997
Vail Banks, Inc., Vail, CO	Cedaredge Financial Services, Inc., Cedaredge, CO	3	Kansas City	October 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Voorhees, Steven L., Harvard, NE	Harvard State Company, Harvard, NE & Harvard State Bank, Harvard, NE	CIBC	Kansas City	September 29, 1997
Wachovia Corporation, Winston-Salem, NC	1st United Bancorp, Boca Raton, FL, & First United Bank, Boca Raton, FL, & United Bancorp's subsidiary, Island Investment Service, Inc., Palm Beach, FL in securities brokerage activities (b)(7)(i)	3	Richmond	September 15, 1997
Wachovia Corporation, Winston-Salem, NC	Central Fidelity Banks, Inc., & Central Fidelity National Bank, Richmond, VA; Central Fidelity Insurance Agency, Inc., Richmond, VA acting as an agent or broker in the sale of credit related insurance (b)(11)	3 and 4	Richmond	September 26, 1997
Warwick Community Bancorp, Inc., Warwick, NY	Warwick Savings Bank, Warwick, NY	3	New York	October 24, 1997
Washington Bancorp, Washington, IA	Rubio Savings Bank of Brighton, Brighton, IA & Washington Federal Savings Bank, operating a savings association (b)(11)	3 and 4	Chicago	October 23, 1997
Wingate, J. Alton, Cornelia, GA	Community Bankshares, Inc., Cornelia, GA, & Community Bank & Trust- Jackson, Commerce, GA; Community Bank & Trust-Troup, LaGrange, GA, & Community Bank & Trust-Alabama, Union Springs, AL	CIBC	Atlanta	October 16, 1997
Winter-Park Bancshares, Inc., Cameron, WI	Owen-Curtiss Financial Corporation, Rice Lake, WI & Brill Bancshares, Inc., Rice Lake, WI & Brill State Bank, Brill, WI	3	Minneapolis	October 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Yaeger, Marion P., Trust, Grand Rapids, MI	Litchfield Bancshares Company, Litchfield, IL & Litchfield National Bank, Litchfield, IL	CIBC	St. Louis	September 26, 1997
Young, David E., Chattanooga, TN	East Ridge Bancshares, Inc., East Ridge, TN, and Bank of East Ridge, East Ridge, TN	CIBC	Atlanta	July 22, 1997
Young, Susan Aileen, Chicago, IL	C.S.B. Co., Cozad, NE, and Cozad State Bank & Trust Company, Cozad, NE, and First National Bank of Chadron, Chadron, NE	CIBC	Kansas City	August 5, 1997
Zions Bancorporation, Salt Lake City, UT	GB Bancorporation, San Diego, CA & Grossmont Bank, San Diego, CA; Rancho Vista National Bank, Vista, CA & Pacific Commerce Bank, Chula Vista, CA	3	San Francisco	September 22, 1997
Zions Bancorporation, Salt Lake City, UT	GB Bancorporation, San Diego, CA, & Grossmont Bank, San Diego, CA	3	San Francisco	September 15, 1997

Addresses for Comments and Information Requests

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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

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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)

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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 October 3, 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
Bennett, James(1), Billings, MT; First PREMIER Bank as Custodian/FBO Emil Erhardt IRA, Stevensville, MT; Donald Bennett, Columbia Falls, MT; Steven Tostenrud, Billings, MT; Alex Zier, Lewistown, MT; William Thorndal, Laurel, MT; CONTINUED	Citizens Development Co., Billings, MT, & First Security Bank of Laurel, Laurel, MT; First Citizens Bank of Billings, Billings, MT; Citizens State Bank, Hamilton, MT; First Citizens Bank, N.A., Columbia Falls, MT; First National Bank CONTINUED	CIBC	Minneapolis	October 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Bennett, James(2), Billings, MT; Robert Sizemore, Chinook, MT; Willam Curley, Oyenette, WI; Jon Sustarich, Cambridge, WI; Kenneth Baker, Osceola, IA; Gregory Bormann, Stickney, SD; Duncan Flann, Iroquois, SD; Ronald Hornischer, Merrill, WI; CONTINUED	of Lewistown, Lewistown, MT & Western Bank of Chinook, N.A., Chinook, MT	CIBC	Minneapolis	October 23, 1997
Bennett, James(4), Billings, MT; D.A. Davidson & Co., as custodian/FBO William Thorndal IRA, Laurel, MT; and James Bennett, et al CONTINUED	United Bancorporation, Billings, MT & Bank of Poynette, Poynette, WI; Cambridge State bank, Cambridge, WI; Clarke County State Bank, Osceola, IA; Farmers State Bank, Stickney, SD; Farmers & Merchants State Bank, Iroquois, SD; CONTINUED	CIBC	Minneapolis	October 23, 1997
Bennett, James(5), Billings, MT CONTINUED	Lincoln County Bank, Merrill, WI & United Bank, Osseo, WI	CIBC	Minneapolis	October 23, 1997
Citizens Bancshares Company, Chillicothe, MO	Trenton Trust Bancshares, Inc., Trenton, MO & Trenton Trust Company, Trenton, MO	3	Kansas City	November 7, 1997
City National Corporation, Beverly Hills, CA	Harbor Bancorp, Long Beach, CA & Harbor Bank, Long Beach, CA	3	San Francisco	November 7, 1997
Douglas, Ronald B., Medina, WA	Washington Commercial Bancorp, Redmond, WA & Redmond National Bank, Redmond, WA	CIBC	San Francisco	October 29, 1997
First National Bancorp, Inc., Green Forest, AR	First National Bank of Green Forest, Green Forest, AR	3	St. Louis	November 3, 1997

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Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Bennett, James(2), Billings, MT; Robert Sizemore, Chinook, MT; Willam Curley, Oyette, WI; Jon Sustarich, Cambridge, WI; Kenneth Baker, Osceola, IA; Gregory Bormann, Stickney, SD; Duncan Flann, Iroquois, SD; Ronald Hornischer, Merrill, WI; CONTINUED	of Lewistown, Lewistown, MT & Western Bank of Chinook, N.A., Chinook, MT	CIBC	Minneapolis	October 23, 1997
Bennett, James(4), Billings, MT; D.A. Davidson & Co., as custodian/FBO William Thorndal IRA, Laurel, MT; and James Bennett, et al CONTINUED	United Bancorporation, Billings, MT & Bank of Poynette, Poynette, WI; Cambridge State bank, Cambridge, WI; Clarke County State Bank, Osceola, IA; Farmers State Bank, Stickney, SD; Farmers & Merchants State Bank, Iroquois, SD; CONTINUED	CIBC	Minneapolis	October 23, 1997
Bennett, James(5), Billings, MT CONTINUED	Lincoln County Bank, Merrill, WI & United Bank, Osseo, WI	CIBC	Minneapolis	October 23, 1997
Citizens Bancshares Company, Chillicothe, MO	Trenton Trust Bancshares, Inc., Trenton, MO & Trenton Trust Company, Trenton, MO	3	Kansas City	November 7, 1997
City National Corporation, Beverly Hills, CA	Harbor Bancorp, Long Beach, CA & Harbor Bank, Long Beach, CA	3	San Francisco	November 7, 1997
Douglas, Ronald B., Medina, WA	Washington Commercial Bancorp, Redmond, WA & Redmond National Bank, Redmond, WA	CIBC	San Francisco	October 29, 1997
First National Bancorp, Inc., Green Forest, AR	First National Bank of Green Forest, Green Forest, AR	3	St. Louis	November 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First National Security Company, DeQueen, AR	First Financial Corporation of Idabel, Idabel, OK & First State Bank of Idabel, Idabel, OK	3	St. Louis	November 7, 1997
Midland First Financial Corporation, Lee's Summit, MO	Midland Bank, Lee's Summit, MO	3	Kansas City	November 3, 1997
Roscoe Community Bankshares, Inc., Roscoe, SD	Roscoe Financial Services, Inc., Roscoe, SD & First State Bank of Roscoe, Roscoe, SD	3	Minneapolis	October 28, 1997
Smith Mustang Ltd., Rio Vista, TX; Lowell Smith, Jr., General Partner	Mustang Financial Corporation, Rio Vista, TX, & First State Bank of Rio Vista, Rio Vista, TX	CIBC	Dallas	October 28, 1997
Sparta Union Bancshares, Inc., Sparta, WI	Union National Bank & Trust Company, Sparta, WI	3	Chicago	November 3, 1997
Trust No. 3 Under Will of Charles Henderson, Troy, AL	Pea River Capital Corporation, Elba, AL, & The Peoples Bank of Coffee County, Elba, AL	3	Atlanta	November 3, 1997
U.S. Bancorp(2), Minneapolis, MN CONTINUED	arranging commercial real estate equity financing, asset manamange servicing & collection activities, & acquiring debt in default (b)(2)(ii), (vi), & (vii); leasing personal or real property (b)(3); financial & investment advisory (b)(6); CONTINUED	4	Minneapolis	October 29, 1997
U.S. Bancorp(3), Minneapolis, MN CONTINUED	agency transactional services for customer investments (b)(7); investment transactions as principal (b)(8); management consulting & counseling (b)(9);(i)(A)(1) and (2); & insurance agency activities (b)(11)(vii)	4	Minneapolis	October 29, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
US Bancorp(1), Minneapolis, MN CONTINUED	U.S. Bancorp Investment, Inc., Minneapolis, MN, in underwriting & dealing in commercial paper, municipal revenue bonds, mortgage-backed securities, & consumer-receivable- related securities; in extending credit & servicing loans (b)(1); CONTINUED	4	Minneapolis	October 29, 1997

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