ANNOUNCEMENT  
BOARD OF GOVERNORS  
OF THE  
FEDERAL RESERVE SYSTEM  

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS


BANK HOLDING COMPANIES


INTERNATIONAL OPERATIONS

REGULATIONS AND POLICIES


Regulation C -- exemption from the Home Mortgage Disclosure Act that would permit Massachusetts - chartered institutions to file their annual mortgage disclosure reports with the state banking commissioner (Docket R-0695). Approved, August 3, 1990.

Regulation K -- revisions to the provisions governing permissible overseas activities of U.S. banking organizations, and technical and clarifying amendments (Docket R-0703). Proposed, July 31, 1990.

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

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

BANK BRANCHES, DOMESTIC

<table>
<thead>
<tr>
<th>Location</th>
<th>Action</th>
</tr>
</thead>
<tbody>
<tr>
<td>Chicago</td>
<td>Davenport Bank and Trust Company, Davenport, Iowa -- to establish an offsite electronic facility at St. Ambrose University, 518 Locust Street; at Northpark Mall, 320 W. Kimberly Road; and at St. Luke's Hospital, 1227 E. Rusholme. Approved, August 3, 1990.</td>
</tr>
</tbody>
</table>
### ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS UNDER DELEGATED AUTHORITY

#### BANK HOLDING COMPANIES

<table>
<thead>
<tr>
<th>Location</th>
<th>Action Description</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kansas City</td>
<td>BancFirst, Oklahoma City, Oklahoma -- payment of a dividend.</td>
<td>August 3, 1990</td>
</tr>
<tr>
<td>Richmond</td>
<td>Carolina First Corporation, Greenville, South Carolina -- to acquire First Federal Savings and Loan Association of Georgetown, Georgetown, South Carolina.</td>
<td>August 1, 1990</td>
</tr>
<tr>
<td>San Francisco</td>
<td>CNB Bancorp, San Francisco, California -- to acquire Alvarado Bank, Richmond, California.</td>
<td>August 3, 1990</td>
</tr>
<tr>
<td>New York</td>
<td>Credit Lyonnais, Paris, France -- to engage de novo in lending activities through Credit Lyonnais / PK Airfinance, Luxembourg.</td>
<td>August 2, 1990</td>
</tr>
<tr>
<td>Cleveland</td>
<td>First Financial Bancorp, Monroe, Ohio -- to acquire Trustcorp Bank, Hartford City, Indiana, and Trustcorp Bank, Dunkirk, Dunkirk, Indiana.</td>
<td>July 30, 1990</td>
</tr>
<tr>
<td>Kansas City</td>
<td>FirstTrust, Inc., Cambridge, Nebraska -- to acquire Hardin, Inc., Edison, Nebraska, and Farmers &amp; Merchants Bank.</td>
<td>August 2, 1990</td>
</tr>
</tbody>
</table>
BANK HOLDING COMPANIES

Chicago  
Garwin Bancorporation, Garwin, Iowa -- to acquire Farmers Savings Bank.  
Returned, August 3, 1990.

Atlanta  
Hancock Holding Company, Gulfport, Mississippi -- to acquire Hancock Bank of Louisiana, Baton Rouge, Louisiana, which will assume the deposits and purchase certain assets of the former American Bank & Trust Company.  
Approved, August 2, 1990.

Richmond  
HomeTown Bancorp, Inc., Myersville, Maryland -- to acquire Myersville Bank.  
Approved, July 30, 1990.

Richmond  
Marathon Financial Corporation, Stephens City, Virginia -- to acquire The Marathon Bank.  
Approved, July 31, 1990.

Minneapolis  
NoDak Bancorporation, Mandan, North Dakota -- to acquire Union State Bank of Fargo, Fargo, North Dakota.  
Approved, August 3, 1990.

Chicago  
Approved, August 2, 1990.

Kansas City  
Park Investments, Inc., Kansas City, Missouri -- to acquire The Park National Bank of Kansas City.  
Withdrawn, August 3, 1990.

Atlanta  
SouthTrust Corporation, Birmingham, Alabama -- to acquire South Florida Financial Corporation, Cape Coral, Florida, and Community National Bank.  
Approved, August 3, 1990.

Secretary  
U.S. Bancorp, Portland, Oregon -- to acquire Mother Lode Savings Bank, Sacramento, California.  
Approved, July 31, 1990.
H.2
JULY 30, 1990 TO AUGUST 3, 1990
PAGE 5

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

BANK HOLDING COMPANIES

Staff Director  BS&R
U.S. Bancorp, Portland, Oregon -- proposal that
U.S. Bank of California, Eureka, California,
purchase the assets and assume the liabilities of
USEC Merger Corporation, San Francisco, California,
which has been established to acquire certain
assets and assume deposit liabilities of Mother
Lode Savings Bank, Sacramento California.
Approved, July 31, 1990.

New York
Vista Bancorp, Inc., Phillipsburg, New Jersey -- to
acquire Twin Rivers Community Bank, Easton,
Pennsylvania.
Approved, August 3, 1990.

BANK PREMISES

New York
Chemical Bank, New York, New York -- investment in
bank premises.
Approved, July 31, 1990.

Cleveland
Security Dollar Bank, Niles, Ohio -- investment in
bank premises.
Approved, July 31, 1990.

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Staff Director  BS&R
First Fidelity Trust Company, New York, New York --
transfer agent registration.
Withdrawn, August 2, 1990.

BANKS, STATE MEMBER

St. Louis
Fayette County Bank, St. Elmo, Illinois -- payment of
a dividend.
Approved, July 30, 1990.

CAPITAL STOCK

Chicago
First Colonial Bankshares Corporation, Chicago,
Illinois -- redemption of shares.
Returned, August 3, 1990.
CAPITAL STOCK


CHANGE IN BANK CONTROL

San Francisco  Burlingame Bancorp, Burlingame, California -- change in bank control. Permitted, August 2, 1990.
Cleveland  Trans - Kentucky Bancorp, Pikeville, Kentucky -- change in bank control. Permitted, July 30, 1990.

COMPETITIVE FACTORS REPORTS

COMPETITIVE FACTORS REPORTS

Chicago  

San Francisco  

Chicago  

Chicago  

Chicago  

Chicago  

San Francisco  
COMPETITIVE FACTORS REPORTS

Boston

Chicago

Minneapolis

Minneapolis

Boston

EXTENSIONS OF TIME

Chicago

San Francisco

Atlanta
EXTENSIONS OF TIME

Cleveland  Fifth Third Bank, Cincinnati, Ohio -- extension to February 3, 1991, to establish a branch at the northwest corner of Wenger and Union Roads, Englewood, Ohio.
Granted, August 3, 1990.

San Francisco  First Bankshares, Inc., St. George, Utah -- extension to divest certain properties.
Granted, August 3, 1990.

St. Louis  First Paragould Bankshares, Inc., Paragould, Arkansas -- extension to October 26, 1990, to engage de novo in data processing activities and providing management consulting services to depository institutions.
Granted, August 1, 1990.

Granted, July 31, 1990.

Granted, August 2, 1990.

Granted, August 3, 1990.

Boston  Institution For Savings In Newburyport And Its Vicinity, Newburyport, Massachusetts -- extension to November 2, 1990, to acquire First and Ocean Bancorp.
Granted, July 31, 1990.

Granted, July 30, 1990.
ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS UNDER DELEGATED AUTHORITY

EXTENSIONS OF TIME

Chicago  
Midlothian State Bank Employees Stock Ownership Trust, Midlothian, Illinois -- extension to November 21, to acquire additional shares of Midlothian State Bank.  
Granted, July 30, 1990.

Royal Bank of Scotland Group plc, Edinburgh, Scotland 
-- extension to December 16, 1990, to discontinue real estate development activities of The 1832 Corporation, a subsidiary of Citizens Financial Group, Inc., Providence, Rhode Island.  
Granted, July 31, 1990.

San Francisco Security Bank Holding Company, Coos Bay, Oregon -- extension to September 2, 1990, to achieve change in bank control.  
Granted, August 3, 1990.

San Francisco Security Pacific Corporation, Los Angeles, California -- extensions to divest certain properties.  
Granted, July 31, 1990.

Atlanta SunTrust Banks, Inc., Atlanta, Georgia -- extension to November 7, 1990, to acquire Peoples Bank of Lakeland, Lakeland, Florida.  
Granted, July 31, 1990.

Granted, August 2, 1990.

San Francisco Wells Fargo & Company, San Francisco, California -- extensions to divest certain properties.  
Granted, August 3, 1990.

MEMBERSHIP

Minneapolis Montana Bank of Baker, Baker, Montana -- to become a member of the Federal Reserve System.  
Approved, August 1, 1990.

Minneapolis Montana Bank of Circle, Circle, Montana -- to become a member of the Federal Reserve System.  
Approved, August 1, 1990.
MEMBERSHIP


REGULATIONS AND POLICIES


RESERVE BANK SERVICES

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

Andover Bancorp, Inc., Andover, Massachusetts - 3(a)(3)/3(a)(5) application to merge with First Essex Bancorp, Inc., Lawrence, Massachusetts*

Newspaper
Federal Register
08-11-90
Not Yet Published

Landmark/Community Bancorp, Inc., Hartford, Connecticut - 3(a)(3) application to retain its ownership of 10.06% of the outstanding shares of SBT Corp., Old Saybrook, Connecticut*

Newspaper
Federal Register
08-18-90
Not Yet Published

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Application

Comment Period Ending Date

NONE

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

Application

NONE

*Subject to CRA
SECTION I
Applications Subject to Newspaper Notice Only

Bank of Avoca, Avoca, New York to establish a branch at 2 Chase Street, Avoca, New York.¹ 8/26/90

SECTION II
Applications Subject to Both Newspaper and Federal Register Notice

None.

SECTION III
Nonbanking Applications (Subject to Federal Register Notice Only)

None.

SECTION IV
Applications Not Involving Public Comment

None.

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.
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

Meridian Bank, Reading, PA to establish a remote 8/27/90
service facility to be located at the ACME Market,
in the Bazaar Shopping Center, Baltimore Pike and
Bishop Ave., Clifton Heights, PA. Secretary Delegated

Ambassador Bank of the Commonwealth (in organization), 8/30/90
Allentown, PA to become a member of the Federal
Reserve System, pursuant to Section 9 of the Federal
Reserve Act and Section 208.4 of Regulation H.

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

Comment Period Ending Date

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

Comment Period Ending Date

First Eastern Corporation, Wilkes-Barre, PA to 8/30/90
engage de novo in making loans and extensions
of credit, through an existing subsidiary First
Eastern Investment Company, Wilmington, DE,
pursuant to Section 4(c)(8) of the Bank Holding
Company Act and Section 225.25(b)(1) of Regulation Y.

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

None

1/ Subject to provisions of Community Reinvestment Act.
* N/A - not yet available.
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<table>
<thead>
<tr>
<th>APPLICATION</th>
<th>COMMENT PERIOD ENDING</th>
</tr>
</thead>
<tbody>
<tr>
<td>Received application from Society Bank &amp; Trust, Toledo, Ohio, to acquire eight branches of Society National Bank, Cleveland, Ohio, pursuant to Section 18(c) of the Federal Deposit Insurance Act.</td>
<td>* August 26, 1990</td>
</tr>
</tbody>
</table>

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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<table>
<thead>
<tr>
<th>APPLICATION</th>
<th>COMMENT PERIOD ENDING</th>
</tr>
</thead>
<tbody>
<tr>
<td>Received Section 4(c)(8) application on July 30, 1990 from First Western Bancorp, Inc., New Castle, Pennsylvania, to acquire First Federal of Western Pennsylvania, Sharon, Pennsylvania.</td>
<td>August 30, 1990</td>
</tr>
<tr>
<td>Received Section 4(c)(8) application on July 31, 1990 from Second Bancorp Incorporated, Warren, Ohio, to acquire Peoples Federal Savings and Loan Association, New Kensington, Pennsylvania.</td>
<td>August 31, 1990</td>
</tr>
</tbody>
</table>

* - Subject to CRA  
# - Expected to end approximately 30 days from the date of receipt  
N - Newspaper Comment Period  
F - Federal Register Comment Period
Applications Bulletin
For Week Ending August 4, 1990

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

Received request on July 30, 1990 by Security Dollar Bank, Niles, Ohio, for permission to exceed its limit of investment in bank premises permitted under Section 24A of the Federal Reserve Act.

* - Subject to CRA
# - Expected to end approximately 30 days from the date of receipt
N - Newspaper Comment Period
F - Federal Register Comment Period
Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper Notice Only

Application Comment Period Ending Date

Signet Bank/Virginia, Richmond, Virginia, to establish a branch at Worldgate Centre, Exit 2, Dulles Access Highway and Centreville Road, Herndon, Virginia.* 8-25-90

Rockingham Heritage Bank, Harrisonburg, Virginia, for membership in the Federal Reserve System.* 8-27-90

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

Application Comment Period Ending Date

Mercantile Bankshares Corporation, Baltimore, Maryland, to acquire Farmers & Merchants Bank - Eastern Shore, Onley, Virginia.** 8-27-90

Section III - Applications Subject to Federal Register Notice

Application Comment Period Ending Date

None.

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

Application

None.

*Application is subject to CRA.

**Expiration of comment period specified in the Federal Register.
Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 3, 1990

Section I - Applications Subject To Newspaper Only

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>SouthTrust Bank of Tampa</td>
<td>07-28-90 (CRA)</td>
</tr>
<tr>
<td>Tampa, Florida</td>
<td></td>
</tr>
<tr>
<td>To establish a branch office at</td>
<td></td>
</tr>
<tr>
<td>4505 Gunn Highway, Tampa, Florida,</td>
<td></td>
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<tr>
<td>to be known as the Gunn Highway</td>
<td></td>
</tr>
<tr>
<td>Branch.</td>
<td></td>
</tr>
<tr>
<td>AmSouth Bank of Tennessee</td>
<td>06-12-90 (CRA)</td>
</tr>
<tr>
<td>Columbia, Tennessee</td>
<td></td>
</tr>
<tr>
<td>To become a member of the Federal</td>
<td></td>
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<tr>
<td>Reserve System, pursuant to section</td>
<td></td>
</tr>
<tr>
<td>9 of the Federal Reserve Act. This</td>
<td></td>
</tr>
<tr>
<td>application is to facilitate the</td>
<td></td>
</tr>
<tr>
<td>merger of AmSouth Bank of Tennessee,</td>
<td></td>
</tr>
<tr>
<td>Columbia, Tennessee, an interim bank,</td>
<td></td>
</tr>
<tr>
<td>with and into AmSouth Bank of</td>
<td></td>
</tr>
<tr>
<td>Tennessee, Nashville, Tennnessee, will</td>
<td></td>
</tr>
<tr>
<td>survive the merger as a member bank.</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Brannen Acquisition Corp.</td>
<td>08-17-90</td>
</tr>
<tr>
<td>Inverness, Florida</td>
<td>Federal Register</td>
</tr>
<tr>
<td>1-BHC formation, Brannen Banks</td>
<td></td>
</tr>
<tr>
<td>Interbanc Financial Group, Inc.</td>
<td></td>
</tr>
<tr>
<td>Fort Lauderdale, Florida</td>
<td></td>
</tr>
<tr>
<td>To become a bank holding company</td>
<td></td>
</tr>
<tr>
<td>by converting the charter of its</td>
<td></td>
</tr>
<tr>
<td>subsidiary bank, Interbanc Savings and Loan</td>
<td></td>
</tr>
<tr>
<td>Association, Fort Lauderdale,</td>
<td></td>
</tr>
<tr>
<td>Florida, to a state-chartered commercial</td>
<td></td>
</tr>
<tr>
<td>bank.</td>
<td></td>
</tr>
<tr>
<td>Synovus Financial Corp.</td>
<td></td>
</tr>
<tr>
<td>Columbus, Georgia</td>
<td></td>
</tr>
<tr>
<td>Along with TB&amp;C Bancshares, Inc.,</td>
<td></td>
</tr>
<tr>
<td>Columbus, Georgia, to acquire First</td>
<td></td>
</tr>
<tr>
<td>Coast Community Bank, Fernandina</td>
<td></td>
</tr>
<tr>
<td>Beach, Florida, member bank.</td>
<td></td>
</tr>
</tbody>
</table>
Consorcio Inversionista BanCaracas Cibanca, C.A. Caracas, Venezuela
Along with Banco Caracas, S.A.C.A., Caracas, Venezuela; Banco Caracas, N.V., Willemstad, Curacao; and Seguros Avila, C.A., Caracas, Venezuela, to become bank holding companies by collectively acquiring Eagle National Bank of Miami, Miami, Florida.

Section III - Applications Subject To Federal Register Notice Only

Application

First Florida Banks, Inc.
Tampa, Florida
Along with 7L Corporation, Tampa, Florida, to acquire Mid-State Federal Savings Bank, Ocala, Florida, pursuant to section 225.25(b)(9) of Regulation Y.

Interbanc Financial Group, Inc.
Fort Lauderdale, Florida
To continue to own 51 percent of Interbanc Real Estate, Inc., Fort Lauderdale, Florida (Company), which engages in leasing activities, pursuant to section 225.25(b)(5) of Regulation Y. Company, as a general partner, has 1 percent interest in Interbanc Real Estate Fund, Ltd., Fort Lauderdale, Florida, which owns and leases a building to Interbanc Savings and Loan Association, Fort Lauderdale, Florida.

Avantor Financial Corporation
Atlanta, Georgia
A joint venture with Bank South Corporation, Atlanta, Georgia; Barnett Banks, Inc., Jacksonville, Florida; The Citizens and Southern Corporation, Atlanta, Georgia; First Florida Banks, Inc., Tampa, Florida; Southeast Banking Corporation, Miami, Florida; SunTrust Banks, Inc., Atlanta, Georgia; Synovus Financial Corp., Columbus, Georgia; and TB&С Bancshares, Inc., Columbus, Georgia, to acquire
Southeast Switch, Inc., Maitland, Florida.
Applicants propose to engage de novo
in the following activities: (1)
data processing and data transmission
services, pursuant to section 225.25(b)(7)
of Regulation Y; and (2) management
consulting activities, pursuant to section
225.25(b)(11) of Regulation Y.

BMR Financial Group, Inc.
Atlanta, Georgia 08-20-90
To acquire First Chattanooga
Financial Corporation, Chattanooga,
Tennessee, a savings and loan
holding company, and indirectly
acquire the following companies:
(1) First Federal Savings and
Loan Association of Chattanooga,
Chattanooga, Tennessee, pursuant
to section 225.25(b)(9) of
Regulation Y; (2) FMLS, Inc.,
Chattanooga, Tennessee, pursuant
to sections 225.25(b)(1) and 225.25(b)(15)
of Regulation Y; and (3) Southern
Tennessee Mortgage Corporation, Fayetteville,
Tennessee, pursuant to section
225.25(b)(1)(iii) of Regulation Y.
Application

SunTrust Banks, Inc.
Atlanta, Georgia 08-30-90

Along with Trust Company of Georgia, Atlanta, Georgia, to acquire the deposits and certain related loans of eighteen Atlanta branch offices of Anchor Savings Bank, FSB, Hewlett, New York, pursuant to section 225.25(b)(9) of Regulation Y. To facilitate the acquisition, Trust Company of Georgia will organize the following interim Georgia chartered thrift institutions:

- SunTrust/Atlanta Interim Savings Bank, Atlanta, Georgia
- SunTrust/Gwinnett Interim Savings Bank, Lawrenceville, Georgia
- SunTrust/Cobb Interim Savings Bank, Atlanta, Georgia
- SunTrust/Savannah Interim Savings Bank, Savannah, Georgia

SunTrust/Atlanta Interim Savings Bank will be merged with and into Trust Company Bank, Atlanta, Georgia, a member bank.
### Federal Reserve Bank of Chicago

#### Section I - Applications Subject to Newspaper Notice Only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period</th>
<th>Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Branch</td>
<td>First Chicago Bank of Lincoln Park</td>
<td></td>
<td>N - 7-29-90</td>
</tr>
<tr>
<td></td>
<td>Chicago, Illinois</td>
<td></td>
<td>801 W. Diversey</td>
</tr>
<tr>
<td></td>
<td>Chicago, Illinois*</td>
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<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period</th>
<th>Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Y-2</td>
<td>INB Financial Corporation</td>
<td>FR - 7-25-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Indianapolis, Indiana</td>
<td>N - 7-25-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Peoples Savings Bank of Evansville, Indiana</td>
<td></td>
<td>Evansville, Indiana*</td>
</tr>
<tr>
<td>Y-1</td>
<td>CNB Bancorp</td>
<td>FR - 8-24-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Attica, Indiana</td>
<td>N - 8-13-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>The Central National Bank and Trust Company</td>
<td></td>
<td>Attica, Indiana*</td>
</tr>
<tr>
<td>CoC-Bk</td>
<td>Bank of Lenawee</td>
<td>FR - 8-15-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Adrian, Michigan</td>
<td>N - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Bank of Lenawee Employee Stock Ownership Trust</td>
<td></td>
<td>Adrian, Michigan</td>
</tr>
<tr>
<td>Y-1</td>
<td>Huxley Bancorp</td>
<td>FR - 8-20-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Huxley, Iowa</td>
<td>N - 8-10-90</td>
<td></td>
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<tr>
<td></td>
<td>First National Bank</td>
<td></td>
<td>Huxley, Iowa*</td>
</tr>
<tr>
<td>Y-2</td>
<td>First Farmers Financial Corporation</td>
<td>FR - 8-24-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Converse, Indiana</td>
<td>N - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Union State Bank</td>
<td></td>
<td>Windfall, Indiana*</td>
</tr>
<tr>
<td>Y-2</td>
<td>First Northbrook Bancorp, Inc.</td>
<td>FR - 8-24-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Riverwoods, Illinois</td>
<td>N - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>First Security Bank of Gurnee</td>
<td></td>
<td>Gurnee, Illinois (in organization)*</td>
</tr>
<tr>
<td>CoC-HC</td>
<td>Northwood Financial Services Corporation</td>
<td>FR - 8-14-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Northwood, Iowa</td>
<td>N - 8-8-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Kary S. Paulson</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CoC-HC</td>
<td>The Baraboo Bancorporation, Inc.</td>
<td>FR - 8-15-90</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Baraboo, Wisconsin</td>
<td>N - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Merlin E. Zitzner</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Section II - Applications Subject to Both Newspaper and Federal Register Notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period</th>
<th>Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Y-1</td>
<td>Mechanicsville Trust &amp; Savings Bank, Trustee of Mechanicsville Trust &amp; Savings Bank Employee Stock Ownership Plan &amp; Trust Mechanicsville, Iowa Mechanicsville Bancshares, Inc. Mechanicsville, Iowa</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section III - Applications Subject to Federal Register Notice Only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period</th>
<th>Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>4(c)(8)</td>
<td>Amsterdam-Rotterdam Bank N.V. Amsterdam, The Netherlands To acquire certain assets and liabilities of NSR Asset Management Corporation New York, New York</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4(c)(8)</td>
<td>Stichting Amro Amsterdam, The Netherlands To acquire certain assets and liabilities of NSR Asset Management Corporation New York, New York</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section IV - Applications Not Subject to Federal Register Notice Or Newspaper Notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>RoS</td>
<td>Northwood Financial Services Corporation Northwood, Iowa To redeem 11,800 shares preferred stock and 33,751 shares common stock</td>
<td></td>
</tr>
<tr>
<td>RoS</td>
<td>Nevada National Co. Omaha, Nebraska To redeem 151,937.05 each Class A voting common and Class B nonvoting common stock</td>
<td></td>
</tr>
</tbody>
</table>

N - Newspaper
FR - Federal Register
* - Subject to Provisions of Community Reinvestment Act
** - Not available at this time
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

None

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

Application                                                                 End of Comment Period

Change in control notification involving Mountain Home Bancshares, Inc., Mountain Home, Arkansas, by Frank L. Coffman, Jr. (Not available)

* Section 3(a)(3) application by Old National Bancorp, Evansville, Indiana, to acquire Farmers Bank & Trust Company, Henderson, Kentucky (Not available)

* Section 3(a)(1) application by New South Capital Corporation, Batesville, Mississippi, to acquire New South Bank, Batesville, Mississippi, resulting from the conversion of New South Bank for Saving, F.S.B., Batesville, Mississippi (Not available)

* Section 3(a)(5) application by SBC Financial Corporation, Como, Mississippi, to acquire by merger New South Capital Corporation, Batesville, Mississippi (Not available)

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Section 4(c)(8) application by Carlson Bancshares, Inc., West Memphis, Arkansas, to engage in underwriting credit insurance through the acquisition of Southern Life Insurance, Limited, West Memphis, Arkansas (Not available)

* This application is subject to CRA.
Section 4(c)(8) joint venture application by Boatmen’s Bancshares, Inc., St. Louis, Missouri, to acquire 42.29% of Credit Systems Incorporated, St. Louis, Missouri, and thereby engage in data processing and lending activities (Not available)

Section 4(c)(8) joint venture application by Mercantile Bancorporation Inc., St. Louis, Missouri, to acquire 29.15% of Credit Systems Incorporated, St. Louis, Missouri, and thereby engage in data processing and lending activities (Not available)

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

None.
FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to Newspaper Notice Only

Application

None.

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

Application

Klossner Bancorporation, Inc., Klossner, MN
To acquire, via merger, Security State Investments, Inc., Houston, MN, a obhc owning the Security State Bank, Houston, MN*

Bank of Montana System
Great Falls, MT
To acquire Toole County State Bank, Shelby, MT*

Exeter Bancorporation, Inc.
St. Paul, Mn
To acquire First State Bank of Ada, Ada, MN; Karlstad State Bank, Karlstad, MN; Crookston Financial Services, Inc., Crookston, MN; and St. Stephen Bancorporation, Inc., St. Stephen, MN*

Dennis J. Zaun, Robert D. Edwards, and Thomas J. Sexton
To acquire 100% of the Farmers and Merchants Agency, Inc., Pierz, MN

Comment Period Ending Date

Not yet available

Comment Period Ending Date

8-30-90 (Federal Register)

Comment Period Ending Date

Not yet available

Comment Period Ending Date

Not yet available

*Subject to CRA
FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject to Federal Register Notice Only

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period</th>
<th>Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Norwest Corporation&lt;br&gt;Minneapolis, MN&lt;br&gt;To engage in general insurance agency activities through the acquisition of Abramson-Nault-Kreager-Oas Agency, Inc., Duluth, MN.</td>
<td></td>
<td>8-20-90</td>
</tr>
<tr>
<td>Exeter Bancorporation, Inc.,&lt;br&gt;St. Paul, Mn&lt;br&gt;to engage in general insurance agency activities through the acquisition of Karlstad Insurance Agency, Inc., Karlstad, MN</td>
<td></td>
<td>Not yet available</td>
</tr>
<tr>
<td>Norwest Corporation&lt;br&gt;Minneapolis, MN&lt;br&gt;To engage in title insurance agency activities through the acquisition of American Land Title Co., Inc., Omaha, NE</td>
<td></td>
<td>Not yet available</td>
</tr>
</tbody>
</table>

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

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<tr>
<td>Farmers and Merchants Agency, Inc.&lt;br&gt;Pierz, MN&lt;br&gt;To redeem 73.4% of its voting shares.</td>
</tr>
</tbody>
</table>
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION                            COMMENT PERIOD ENDING DATE

The Citizens Bank of Edmond, Edmond, Oklahoma, for prior approval to establish an ATM in Edmond, Oklahoma. Not Available

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

APPLICATION                            COMMENT PERIOD ENDING DATE

Ivan D. Shupe, Kersey, Colorado, for prior approval to increase his proportionate ownership interest in Kersey Bancorp, Inc., Kersey, Colorado, by 2.98 percent to 26.91 percent. Not Available

Wanda M. Brown and George L. Brown, Bixby, Oklahoma, for prior approval to increase their proportionate ownership interest in Citizens Security Bancshares, Inc., Bixby, Oklahoma, by 5.95 percent to 26.82 percent. Not Available

Harry Thompson, Jr., Hugo, Colorado, for prior approval to increase his proportionate ownership interest in First Liberty Capital Corporation, Hugo, Colorado, by 7.8 percent to 18.6 percent. Not Available

First State Management Corporation, Inc., Salina, Kansas, for prior approval to acquire 100 percent of the voting shares of Kanopolis Bankshares, Inc., Kanopolis, Kansas, parent of Kanopolis State Bank, Kanopolis, Kansas.* August 24, 1990

Lowry Facilities, Inc., Clinton, Oklahoma, for prior approval to acquire an additional 1.96 percent of the voting shares of Oklahoma Bancorporation, Inc., Clinton, Oklahoma, parent of Oklahoma Bank and Trust Co., Clinton, Oklahoma.* August 17, 1990
FirsTier Financial, Inc., Omaha, Nebraska, for prior approval to acquire 34 percent of the voting shares of Guaranty Corporation, Denver, Colorado.*

Catherine Stuart Schmoker Family Partnerships, et. al., for prior approval to acquire 5.15 percent of the voting shares of Minden Exchange Company, Minden, Nebraska.*

Melvin and Mona Winger, Johnson, Kansas, and R.D. and Evelyn Floyd, Johnson, Kansas, to increase each of their proportionate ownership interests in Kansas Bank Corporation, Liberal, Kansas, by 5.18 percent to 25.58 percent.

Park Investments, Inc., Kansas City, Missouri, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of The Park National Bank of Kansas City, Kansas City, Missouri.*

Country Bank Shares, Inc., Milford, Nebraska, for prior approval to acquire 100 percent of the voting shares of Nebraska State Bank, Weeping Water, Nebraska.*

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

APPLICATION

Sooner Southwest Bankshares, Inc., Bristow, Oklahoma, for prior approval to acquire 100 percent of the voting shares of Southwest Consolidated Life Insurance Company, Phoenix, Arizona.

United Missouri Bancshares, Inc., Kansas City, Missouri, for prior approval to acquire 18.50 percent of the voting shares of Credit Systems Incorporated, St. Louis, Missouri.

COMMENT PERIOD ENDING DATE

August 17, 1990
August 24, 1990
July 31, 1990
August 10, 1990
August 16, 1990
Not Available
Not Available
FirsTier Financial, Inc., Omaha, Nebraska, for prior approval to acquire 100 percent of the voting shares of FirsTier Savings Bank II, F.S.B., Omaha, Nebraska.  

Security Bancshares, Inc., Scott City, Kansas, for prior approval to acquire 75 percent of the voting shares of Crownover Insurance Agency, Inc., Oakley, Kansas.  

United Nebraska Financial Co., Ord, Nebraska, for prior approval to acquire 100 percent of the voting shares of United Nebraska Savings and Loan Association, Ogallala, Nebraska.  

August 24, 1990  
August 17, 1990  
August 13, 1990

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

APPLICATION

None.

*Application is subject to CRA.
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

None.

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

APPLICATION

Change in Control Notice by Thomas Michael Jenkins, Seminole, TX, to acquire an interest in Gaines Bancshares, Inc., Seminole, TX

Change in Control Notice by Vincent John Viola, Chatham, New Jersey, to acquire an interest in Farmersville Bancshares, Inc., Farmersville, TX

Change in Control Notice by Frank Caraway, San Angelo, TX, to acquire an interest in West Side Bancshares, Inc., San Angelo, TX

Change in Control Notice by Eugene Leroy Riser - Trustee; Eugene Leroy Riser; Cruz Garcia; James Marvin Johnson III; and Paul Martin Dirks, George West, TX; Gwendolyn Knox, Dallas, TX; James Henderson Eckhardt, San Antonio, TX; Robert Edward Matula, Callihan, TX; Marcia Lynne Wallace, San Antonio, TX, to acquire an interest in Charlotte Bancshares, Inc., Charlotte, TX

Change in Control Notice by Edith Jones Palmer, Zwolle, LA; Henry Cook Taylor, Natchitoches, LA; Charles Arnold Richey, Many, LA; and James Robert Cole, Many, LA, to acquire an interest in Sabine Bancshares, Inc., Many, LA

*Section 3(a)(1) application by High Plains Bancshares, Inc., Muleshoe, TX, to acquire Muleshoe State Bank, Muleshoe, TX

*Section 3(a)(1) application by Texas Financial Bancorporation, Inc., Minneapolis, NM, to acquire First State Bank of Denton, Denton, TX

NOTICE EXP

N/A

90/08/15

90/07/09

90/08/14

N/A

90/08/21

90/08/18
SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION  NOTICE EXP

Section 4(c)(8) application by First City Bancorporation of Texas, Inc., Houston, TX, to acquire BAI Banking Corporation, New York, NY, and engage in making and servicing loans, trade finance and foreign exchange activities pursuant to Section 225.25(b)(1) of Regulation Y  90/08/22

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

APPLICATION

None.

* SUBJECT TO CRA.
** EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY.
N/A - NOT AVAILABLE AT THIS TIME.
Section I - Applications Subject to Newspaper Notice Only

Application Comment Period Ending Date

None

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

 Philippine National Bank, Manila, Philippines, to become a bank holding company through the acquisition of Century Bank, San Francisco, California. *

Fed. Reg.: 8/16/90
Newspaper: Not available

Pacific Capital Bancorp, Salinas, California, to acquire Pajaro Valley Bancorporation, Watsonville, California. *

Fed. Reg.: 8/30/90
Newspaper: 8/29/90

Section III - Applications Subject to Federal Register Notice Only

 Philippine Commercial International Bank, Los Angeles, California, to engage in money transmission to a foreign country through PCI Express Padala, Inc., Los Angeles, California.
Fed. Reg.: Not yet published

Fed. Reg.: Not yet published

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

None

* Subject to CRA.