ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1992, No. 32
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending August 8, 1992

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

CoreStates Financial Corporation, Philadelphia -- to acquire First Peoples Financial Corporation, Haddon Township, New Jersey, First Peoples Bank of New Jersey, Westmont, New Jersey, and shares of First Bank of Philadelphia, Philadelphia, Pennsylvania. Approved, August 3, 1992.

ENFORCEMENT

Baltimore Bancorp, Baltimore, Maryland -- written agreement dated July 31, 1992, with the Federal Reserve Bank of Richmond and the Bank Commissioner of the State of Maryland.

Announced, August 5, 1992.

First American Bank, Rosemead, California -- written agreement dated July 31, 1992, with the Federal Reserve Bank of San Francisco.

Announced, August 5, 1992.

Home Port Bancorp, Nantucket, Massachusetts -- written agreement dated August 3, 1992, with the Federal Reserve Bank of Boston.

Announced, August 6, 1992.

UST Corp., Boston, Massachusetts -- written agreement dated August 3, 1992, with the Federal Reserve Bank of Boston and the Office of the Commissioner of Banks of the Commonwealth of Massachusetts.

Announced, August 6, 1992.

INTERNATIONAL OPERATIONS

Republic National Bank of New York, New York, and Saban S.A., Panama City, Republic of Panama -- to make an investment in Republic National Bank of New York S.A., Paris, France.

Permitted, August 3, 1992.

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

Richmond Bank of McKenney, McKenney, Virginia -- to establish

an electronic transfer facility in the Thrift Mart Truck Plaza, 5420 Boydton Plank Road, Petersburg,

Virginia.

Approved, August 7, 1992.

Richmond Commerce Bank of Virginia, Richmond, Virginia -- to

establish a branch at Suite 740 East Tower,

Riverfront Plaza, 901 East Byrd Street, Richmond,

Virginia.

Approved, August 7, 1992.

Minneapolis Farmers State Bank of Worden, Worden, Montana -- to

establish a branch in Hysham, Montana.

Returned, August 5, 1992.

Chicago Old Kent Bank of Gaylord, Gaylord, Michigan -- to

establish an offsite electronic facility at the corner of Old 27 South and McCoy Road, Bagley,

Michigan.

Returned, August 4, 1992.

Kansas City OMNIBANK Aurora, Aurora, Colorado -- to establish a

branch facility at 101 South Garfield, Denver,

Colorado.

Approved, August 6, 1992.

BANK HOLDING COMPANIES

San Francisco BankAmerica Corporation, San Francisco, California --

to engage de novo in community development

activities through Seafirst Corporation, Seattle,

Washington, and Seafirst Community Service

Corporation.

Permitted, August 5, 1992.

Chicago BW3 Bancorporation, West Des Moines, Iowa -- to

purchase certain assets and assume the deposit liabilities of the Pocahontas, Iowa, office of

Midland Savings Bank, F.S.B.. Des Moines, Iowa.

Returned, August 5, 1992.

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

BANK HOLDI

DING COMPANIES	
Chicago	Caisse Nationale de Credit Agricole, Paris, France to engage de novo in securities brokerage services through Credit Agricole Securities, Inc., New York, New York. Returned, August 7, 1992.
	Returned, August 7, 1992.
Kansas City	Central Financial Corporation, Hutchinson, Kansas to acquire Central Kansas Bankshares, Inc. Approved, August 7, 1992.
Atlanta	Colonial BancGroup, Inc., Montgomery, Alabama to acquire Home Federal Savings Bank, Lafayette, Alabama, which will be merged with Colonial Bank, Montgomery, Alabama. Approved, August 7, 1992.
Kansas City	CS Bancshares, Inc., Chillicothe, Missouri to acquire Ray County Bank, Richmond, Missouri. Approved, August 7, 1992.
Chicago	First Financial Corporation, Terre Haute, Indiana, proposed acquisition of shares of First Citizens of Paris, Inc., Paris, Illinois, and The Citizens National Bank of Paris. Approved, August 4, 1992.
Chicago	Great Lakes Financial Resources, Inc., Homewood, Illinois, and Great Lakes Financial Resources, Inc., Employee Stock Ownership Plan to purchase assets and assume liabilities of the Matteson, Illinois, facility of Republic Savings Bank.

Illinois, facility of Republic Savings Bank, F.S.B., Chicago, Illinois.

Approved, August 4, 1992.

Minneapolis Hansen - Lawrence Agency, Inc., Worden, Montana -- to acquire First Insurance Agency, Inc., Hysham, Montana.

Returned, August 5, 1992.

Hansen - Lawrence Agency, Inc., Worden, Montana -- to Minneapolis acquire First Hysham Holding Company, Hysham, Montana.

Returned, August 5, 1992.

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

BANK HOLDING COMPANIES

Minneapolis Hansen - Lawrence Agency, Inc., Worden, Montana -- to acquire Farmers State Bank of Worden.

Returned, August 5, 1992.

Richmond NationsBank Corporation, Charlotte, North Carolina -to engage in data processing activities.
Approved, August 7, 1992.

Minneapolis Norwest Corporation, Minneapolis, Minnesota -- to engage de novo in investment advisory and management consulting services through Norwest Investment Services, Inc.

Withdrawn, August 3, 1992.

Minneapolis Norwest Corporation, Minneapolis, Minnesota -- to engage de novo in making and servicing loans through Norwest Credit, Inc.

Permitted, August 3, 1992.

St. Louis Rockwood Bancshares, Inc., Eureka, Missouri -- to acquire the successor by merger to Rockwood Bank.

Approved, August 4, 1992.

Minneapolis Thompson Insurance, Inc., Bismarck, North Dakota -to acquire Historic Housing Partners, Ltd.,
Bismarck, North Dakota.
Returned, August 7, 1992.

BANK MERGERS

Kansas City City Center Bank of Colorado, Aurora, Colorado -- to merge with Security Bank of Colorado, and to establish a branch.

Approved, August 5, 1992.

Minneapolis Farmers State Bank of Worden, Worden, Montana -- to merge with the First National Bank in Hysham, Hysham, Montana.

Returned, August 5, 1992.

Kansas City First Fidelity Bancorp, Inc., Oklahoma City, Oklahoma -- to merge with City Bancorp of Norman, Inc., Norman, Oklahoma.

Approved, August 7, 1992.

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

BANK PREMISES

Kansas City Center Bank of Colorado, Aurora, Colorado --

investment in bank premises.

Approved, August 5, 1992.

Cleveland Security Dollar Bank, Niles, Ohio -- investment in

bank premises.

Approved, August 3, 1992.

St. Louis UniSouth Banking Corporation, Columbus, Mississippi -

- investment in bank premises.

Approved, August 4, 1992.

BANKS, STATE MEMBER

Director, BS&R Heritage Bank, McLean, Virginia -- transfer agent

registration.

Approved, August 7, 1992.

Director, BS&R Princess Anne Bank, Virginia Beach, Virginia --

transfer agent registration.

Approved, August 7, 1992.

Kansas City Security Bank of Colorado, Aurora, Colorado --

payment of a dividend.

Approved, August 4, 1992.

CAPITAL STOCK

Kansas City BancFirst Corporation, Oklahoma City, Oklahoma --

redemption of shares.

Approved, August 5, 1992.

Kansas City CNB Financial Corporation, Kansas City, Kansas --

redemption of shares.

Approved, August 5, 1992.

Chicago Rock River Bancorporation, Inc., Oregon, Illinois --

redemption of shares.

Approved, August 4, 1992.

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

CHANGE IN BANK CONTROL

Atlanta Bankers Trust of Alabama, Inc., Madison, Alabama --

change in bank control. Permitted, August 7, 1992.

Kansas City First State Bancorporation of Watonga, Inc., Watonga,

Oklahoma -- change in bank control.

Permitted, August 7, 1992.

San Francisco Met Financial Corporation, Oakland, California --

change in bank control. Permitted, August 7, 1992.

COMPETITIVE FACTORS REPORTS

Cleveland Belmont Bancorp, Bridgeport, Ohio -- to acquire

certain assets and assume certain liabilities of three New Philadelphia, Ohio, branches of Diamond

Savings and Loan Company, Findlay, Ohio.

Submitted, August 7, 1992.

Chicago Community Bank of Homewood - Flossmoor, Homewood,

Illinois, proposed purchase of assets and assumption of liabilities of the Matteson,

Illinois, office of Republic Savings Bank, F.S.B.,

Matteson, Illinois -- report on competitive

factors.

Submitted, August 5, 1992.

Minneapolis First National Bank in Brookings, Brookings, South

Dakota, proposed merger with Home Trust Savings and Loan Association, Vermillion, South Dakota --

report on competitive factors.

Submitted, August 5, 1992.

Secretary First Security Bank of Utah, N.A.

First Security Bank of Utah, N.A., Ogden, Utah, proposed merger with five branches of First

Interstate Bank of Utah, N.A., Salt Lake City, Utah

-- report on competitive factors.

Submitted, August 5, 1992.

Atlanta Fortune Bank A Savings Bank, Clearwater, Florida,

proposed acquisition of the Palm Harbor branch of Fifth Third Trust Company and Savings Bank, F.S.B., Naples, Florida -- report on competitive factors.

Submitted, August 4, 1992.

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

COMPETITIVE FACTORS REPORTS

Atlanta Liberty Bank and Trust Company, New Orleans,

Louisiana, proposed purchase of certain assets and assumption of the liability to pay deposits made in Corpus Christi Federal Credit Union -- report on

competitive factors.

Submitted, August 3, 1992.

Boston Mid Maine Savings Bank, FSB, Auburn, Maine, proposed

merger with Hampton Co-Operative Bank, Hampton, New Hampshire -- report on competitive factors.

Submitted, August 5, 1992.

Minneapolis Norwest Bank Nebraska, N.A., Omaha, Nebraska,

proposed merger with Norwest Bank Lincoln, N.A., Lincoln, Nebraska, and Vistar Bank -- report on

competitive factors.

Submitted, August 3, 1992.

Richmond Peoples Bank of Charles Town, Charles Town, West

Virginia, proposed merger with PB Interim Bank,

Inc. -- report on competitive factors.

Submitted, August 4, 1992.

Philadelphia Provident National Bank, Philadelphia, Pennsylvania,

proposed merger with First American Savings, F.A., Jenkintown, Pennsylvania, and Brandywine Savings Bank, PaSA, Dowingtown, Pennsylvania -- report on

competitive factors.

Submitted, August 4, 1992.

Richmond SouthTrust Bank of Charleston, National Association,

Charleston, South Carolina, proposed merger with Home Federal Savings Bank -- report on competitive

factors.

Submitted, August 5, 1992.

Philadelphia Sovereign Bank, FSB, Wyomissing, Pennsylvania,

proposed merger with Harmonia Savings Bank, Kenilworth, New Jersey -- report on competitive

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factors.

Submitted, August 4, 1992.

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

COMPETITIVE FACTORS REPORTS

Richmond United National Bank, Parkersburg, West Virginia,

proposed merger with Montgomery National Bank, Montgomery, West Virginia -- report on competitive

factors.

Submitted, August 7, 1992.

Chicago Valley Bank, South Central, National Association,

Watertown, Wisconsin, proposed merger with Valley First National Bank of Beaver Dam, Beaver Dam, Wisconsin -- report on competitive factors.

Submitted, August 3, 1992.

EXTENSIONS OF TIME

San Francisco Berkshire Hathaway, Inc., Omaha, Nebraska, and

certain subsidiaries -- to acquire additional shares of Wells Fargo & Company, San Francisco,

California.

Granted, August 5, 1992.

Dallas Lockhart Bankshares, Inc., Lockhart, Texas --

extension to September 21, 1992, to acquire

Lockhart Bankshares - Delaware, Inc., Wilmington, Delaware, and First - Lockhart National Bank,

Lockhart, Texas.

Granted, August 7, 1992.

Dallas Lockhart Bankshares - Delaware, Inc., Wilmington,

Delaware -- to acquire First - Lockhart National

Bank, Lockhart, Texas. Granted, August 7, 1992.

MEMBERSHIP

St. Louis Bank of Gainesville, Gainesville, Missouri -- to

become a member of the Federal Reserve System.

Approved, August 3, 1992.

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

RESERVE BANK SERVICES

Director, FRBO Check collection price and service guidelines for 1993 check repricing -- modifications.

Approved, August 4, 1992.

Director, FRBO Federal Reserve Bank of San Francisco -- to implement enhanced versions of basic MICR capture and account total products at all District offices.

Approved, August 3, 1992.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES

Home mortgage disclosure -- publication for comment of an amendment to Regulation C setting a new exemption standard for nondepository lenders, to implement section 224 of the Federal Deposit Insurance Corporation Improvement Act of 1991. Authorized, July 29, 1992.

Regulation CC -- to implement amendments to the Expedited Funds Availability Act enacted as part of the Federal Deposit Insurance Improvement Act of 1991.

Approved, July 30, 1992.

ADDITIONS AND CORRECTIONS

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

BANK PREMISES

Cleveland

Ohio Citizens Bank, Toledo, Ohio -- investment in bank premises.

Approved, July 31, 1992.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Application

Comment Period Ending Date

NONE

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

Application

Comment Period Ending Date

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<u>Application</u>

Comment Period Ending Date

Fleet Financial Group, Federal Register Not Yet Established Inc., Providence, Rhode
Island - 4(c)(8) application
to engage in asset management,
servicing, and collection activities
through Fleet Commercial Finance
Corporation

<u>SECTION IV - APPLICATIONS NOT SUBJECT TO</u> FEDERAL REGISTER OR NEWSPAPER NOTICE

<u>Application</u>

NONE

*Subject to CRA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

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

<u>Institution</u>

Examination Date

Rating**

NONE

Federal Reserve Bank of New York

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper Notice Only

The Bank of New York, New York, New York to acquire substantially all of the assets and assume certain liabilities of Barclays Bank of New York, N.A., New York, New York, and, incident thereto, establish	
branches.1/	9/7/92
Chemical Bank to establish a branch at Kingsbrook Medical Center, 585 Schenectady Avenue, Brooklyn,	0.45.400
New York. 1/	9/5/92
Chemical Bank to establish a branch at Beth Israel Medical Center North Division, 170 East End Avenue, New York, New York. 1/	9/5/92
Chemical Bank to establish a branch at Mount Sinai	, ,
Medical Center, 1 Gustav Levy Place (a/k/a 1190 Fifth Avenue), New York, New York. 1/	9/5/92
Chemical Bank to establish an offsite electronic facility at Mount Sinai Medical Center, 1 Gustav Levy Place (a/k/a	
1190 Fifth Avenue), New York, New York. 1/	9/5/92

SECTION II

Applications Subject to Both Newspaper and Federal Register Notice

None.

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

None.

SECTION IV

Applications Not Involving
Public Comment

None.

SECTION V

Availability of CRA Public Evaluations

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Week Ending August 8, 1992

NAME OF BANK

RATING

EXAMINATION DATE

None.

- 1/ Subject to provisions of Community Reinvestment Act.
- $\underline{2}$ / Later of dates specified in newspaper and $\underline{\text{Federal}}$ Register notices.
- 3/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.
- <u>4</u>/ Date specified in <u>Federal Register</u> notice; a later date may be specified in the newspaper notice.
 N/A Not Available

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

Meridian Bank, Reading, PA requests permission to establish a remote service facility at Acme Market, 5200 Mascher Street, Philadelphia, PA.

8/31/92

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

NONE.

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

NONE.

 $[\]underline{1}/$ Subject to provisions of Community Reinvestment Act.

^{*} N/A - not yet available.

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 August 7, 1992.

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.

None.

Federal Reserve Bank of Cleveland

Applications Bulletin For Week Ending August 8, 1992

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received Section 4(c)(8) application * September 8, 1992 from PNC Financial Corp, Pittsburgh, Pennsylvania, to acquire Flagship Financial Corp., Jenkintown, Pennsylvania.

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

NONE

^{* -} Subject to CRA

N - Newspaper Comment Period

F - Federal Register Comment Period

^{# -} Expected to end approximately 30 days from date of application's receipt.

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>

Comment Period Ending Date

Citizens Bank of Virginia, Arlington, Virginia, to establish a branch at 1025 Herndon Parkway, Herndon, Virginia.*

9-3-92

<u>Section II - Applications Subject to Both</u> <u>Newspaper and Federal Register Notice</u>

Application

Comment Period Ending Date

Carolina First Corporation, Greenville, South Carolina, to acquire 9.8% of the shares of ComSouth Bankshares, Inc., Columbia, South Carolina.*

8-31-92

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

First Maryland Bancorp, Baltimore, Maryland, to engage in community development activities.

Not yet available.

<u>Section IV - Applications Not Subject to</u> Federal Register Notice or Newspaper Notice

Application

Comment Period Ending Date

None.

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations Week ending August 7, 1992

Definition of Ratings

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

	Examination <u>Date</u>	Rating
Bank of Carroll 145 North Main Street Hillsville, Virginia 24343	5-18-92	Satisfactory
Security Bank Corporation 8780 Centreville Road Manassas, Virginia 22110	5-26-92	Satisfactory
One Valley Bank of Summersville, Inc. Post Office Box 370 Summersville, West Virginia 26651	5-26-92	Outstanding

Federal Reserve Bank of Atlanta Applications Bulletin for Week Ending August 7, 1992

Section 1 - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

None.

<u>Section 2 - Applications Subject to Both</u> Newspaper and Federal Register Notice

Application

Comment Period Ending Date

None.

Section 3 - Applications Subject to Federal Register Notice Only

<u>Application</u>

Comment Period Ending Date

None.

<u>Section 4 - Applications Not Subject to</u> Federal Register Notice or Newspaper Notice

Application

Bank of Albertville
Albertville, Alabama
Request for increase in bank premises.

Central Bancshares of the South, Inc.
Birmingham, Alabama
3(a)(5) waiver request related to the acquisition of FWNB Bancshares, Inc.,
Plano, Texas, and its wholly-owned subsidiary,
First Western National Bank, Carrollton,
Texas, by Central Bancshares' direct and indirect bank holding company subsidiaries,
Compass Bancshares, Inc., Houston, Texas, and
River Oaks Bancorporation, Birmingham, Alabama.

^{*}Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta Applications Bulletin for Week Ending August 7, 1992

<u>Section 4 - Applications Not Subject to</u> <u>Federal Register Notice or Newspaper Notice</u>

<u>Application</u>

Central Bancshares of the South, Inc.
Birmingham, Alabama
3(a)(5) waiver request related to the acquisition
of City National Bancshares, Inc., Carrollton,
Texas, and its wholly-owned subsidiary, City
National Bank of Carrollton, Carrollton, Texas,
by Central Bancshares' direct and indirect bank
holding company subsidiaries, Compass Bancshares,
Inc., Houston, Texas, and River Oaks Bancorporation,
Birmingham, Alabama.

Central Bank of the South
Birmingham, Alabama
Request for increase in bank premises.

Commercial Bank of Florida
Miami, Florida
Request for increase in bank premises.

Federal Reserve Bank of Atlanta Applications Bulletin for Week Ending August 7, 1992

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:

<u>Outstanding</u> 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.

<u>Satisfactory</u> 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.

<u>Substantial noncompliance</u> 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.

Examination <u>Bank</u>	Rating	<u>Date</u>
Metro Bank of Dade County 1390 South Dixie Highway Coral Gables, Florida 33146 (305) 662-1390	Satisfactory	05-04-92
Bank of Madisonville Post Office Box 547 Madisonville, Tennessee 373 (615) 442-4511	Outstanding 54	05-04-92

<u>Section I - Applications Subject to Newspaper</u> <u>Notice Only</u>

<u>Type</u>	Notice Only Application	Comment Period Ending Date
Merger/ Branches	Bank One, Champaign-Urbana Champaign, Illinois Bank One, Monticello Monticello, Illinois 100 W. Washington Monticello, Illinois 219 W. Center Monticello, Illinois 220 N. Highway Avenue Deland, Illinois*	N - 8-24-92
M erger/ Branch	Cole Taylor Bank Chicago, Illinois Cole Taylor Bank/Yorktown Lombard, Illinois One Yorktown Lombard, Illinois*	N - 8-21-92
Merger/ Branches/24A	Old Kent Bank Elmhurst, Illinois First Federal of Elgin, F.S.A. Elgin, Illinois UnibancTrust/DuPage Chicago, Illinois 28 North Grove Avenue Elgin, Illinois 1645 Larkin Avenue Elgin, Illinois 525 Waverly Drive Elgin, Illinois 251 South State Street Hampshire, Illinois 501 West Main Street West Dundee, Illinois*	N - **
Oakar	Old Kent Financial Corporation Grand Rapids, Michigan University Financial Corporation Elgin, Illinois First Federal of Elgin, F.S.A. Elgin, Illinois	NP - **

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

<u>Type</u>	<u>Application</u>	Comment Period Ending Date
Y-2	Dunlap Iowa Holding Co. Dunlap, Iowa Soldier Valley Financial Services, Inc. Soldier, Iowa Soldier Valley Savings Bank Soldier, Iowa*	FR - 8-14-92 N - 8-15-92
Y-2	First Midwest Corporation of Delaware Elmwood Park, Illinois West Central Illinois Bancorp, Inc. Monmouth, Illinois The National Bank of Monmouth Monmouth, Illinois*	FR - ** N - **
Y-1	Albrecht Financial Services, Inc. Wall Lake, Iowa Norwalk-Cumming State Bank Norwalk, Iowa*	FR - ** N - **
Y-1	BOI Financial Corp. Normal, Illinois The Bank of Illinois in Normal Normal, Illinois*	FR - ** N - **
CoC-HC	Elgin Bancshares, Inc. Kansas City, Missouri John S. Sapiente	FR - ** N - **

<u>Section III - Applications Subject to Federal Register</u> <u>Notice Only</u>

<u>Type</u>	<u>Application</u>	Comment Period <u>Ending Date</u>
Y-4	Bank of Montreal Montreal, Canada Harris Futures Corporation Chicago, Illinois	FR - **
Y-4	Bankmont Financial Corp. New York, New York Harris Futures Corporation Chicago, Illinois	FR - **

Section III - Applications Subject to Federal Register Notice Only (continued)

<u>Type</u>	<u>Application</u>	Comment Period Ending Date
Y-4	Harris Bankcorp, Inc. Chicago, Illinois Harris Futures Corporation Chicago, Illinois	FR - **
4(c)(8)	Denmark Bancshares, Inc. Denmark, Wisconsin Purchase mortgages from subsidiary bank- Denmark State Bank, Denmark, Wisconsin	FR - 7-31-92
Y-4	Old Kent Financial Corporation Grand Rapids, Michigan First Federal Development Corporation Elgin, Illinois University Financial Mortgage Services, In Elgin, Illinois University Financial Investment Services, Elgin, Illinois	
4(c)(8)	Lincolnshire Bancshares, Inc. Lincolnshire, Illinois To purchase participations from their banking subsidiary	FR - 8-3-92

<u>Section IV - Applications Not Subject to Federal Register or Newspaper</u> <u>Notice</u>

<u>Type</u> <u>Application</u>

Ros WFC, Inc.

Waukon, Iowa

To redeem 12,499 (12.5%) shares of its common stock

RoS Elgin Bancshares, Inc.

Kansas City, Missouri

To redeem 4,848 shares of common stock

N - Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

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 August 07, 1992. 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 <u>outstanding</u> 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 <u>satisfactory</u> 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 <u>needs to improve</u> 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 <u>substantially deficient</u> record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

BANK NAME/LOCATION	EXAMINATION DATE	<u>RATINGS</u>
-Bartonville Bank 5600 South Adams Street Bartonville, Illinois 61607 (309) 697-2100	5/04/92	s
-Old Kent Bank-Southwest 136 East Michigan Box 2769 Kalamazoo, Michigan 49003 (616) 337-6700	4/20/92	s
-Calumet County Bank 103 North Main Street Box 39 Brillion, Wisconsin 54110 (414) 756-2181	4/20/92	s

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING AUGUST 7, 1992

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

<u>Application</u> <u>End of Comment Period</u>

* Section 5(d)(3) application by Citizens
Bancshares of Eldon, Inc., Eldon, Missouri
for its subsidiary bank, Citizens Bank of Eldon,
Eldon, Missouri to acquire the Versailles,
Missouri branch of United Savings and Loan
Association, Lebanon, Missouri

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

Application End of Comment Period

* Section 3(a)(1) application by H & H Holding Company, Alton, Illinois to acquire Greene County National Bank in Carrollton, Carrollton, Illinois and Godfrey State Bank, Godfrey, Illinois

Newspaper: 9-15-92

Newspaper: 9-5-92

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

<u>Application</u> <u>End of Comment Period</u>

None.

* This application is subject to CRA.

FEDERAL RESERVE BANK OF ST. LOUIS St. Louis, Missouri

AVAILABILITY OF CRA PUBLIC DISCLOSURES

Identification 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.

FOR THE WEEK ENDING August 7, 1992

Name of Bank	Bank Address	Examination Date	Examination Rating
The First State Bank of Dongola	P. O. Box 217 Dongola, Illinois 62926	5-11-92	Satisfactory

Section I - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

Not yet available

First Interstate Bank of Commerce
Billings, MT (successor to First
Interstate Bank of Billings, N.A.)
To acquire the First Interstate Bank
of Missoula, N.A., Missoula, MT;
First Interstate Bank of Hardin,
Hardin, MT; First Interstate Bank
of Miles City, Miles City, MT; First
Interstate Bank of Billings Heights,
Billings, MT; First Interstate Bank
of West Billings, Billings, MT; First
Interstate Bank of Colstrip, Colstrip,
MT; and First Interstate Bank of South
Missoula, N.A., Missoula, MT (de novo)*

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

Application

Comment Period
<u>Ending Date</u>

First Interstate BancSystem of Montana, Inc.
Billings, MT
To acquire 100% of the <u>de novo</u>
First Interstate Bank of South
Missoula, N.A., Missoula, MT*

Not yet available

Guaranty Development Company Livingston, MT To acquire 100% of InterWest Acquisition Bank, Livingston, MT*

Not yet available

First Bank System, Inc.
Mpls, MN
To acquire 100% of Bank Shares,
Inc., Mpls, MN, and indirectly
acquire Marquette Bank Minneapolis,
N.A., Mpls, MN, and Marquette Bank
Rochester, Rochester, MN*

Not yet available

^{*}Subject to CRA

Section III - Applications Subject to Federal Register Notice Only

<u>Application</u>	Comment Period Ending Date
Norwest Corporation Mpls, MN To engage <u>de novo</u> in providing investment advisory and manage- ment consulting services to in- sured depository institutions.	8-17-92
Wabasha Holding Company Wabasha, MN To engage in general insurance agency activities through the acquisition of First State In- surance of Wabasha, Inc., Wabasha, MN	Not yet available
First Sleepy Eye Bancorporation, Inc. Sioux Falls, SD To engage <u>de novo</u> in the activity of making and servicing loans.	Not yet available
First Bank System, Inc., Mpls, MN and Central Bancorporation, Inc., Denver, CO To engage in operating a savings association and general insurance activities through the acquisition of Western Capital Investment Corporation, Denver, CO	Not yet available
First Bank System, Inc., Mpls, MN To engage in data processing activities through the acquisition of Marquette Information Services, Inc., Mpls, MN	Not yet available
First Bank System, Inc., Mpls, MN To engage in general insurance agency activities through the acquisition of Marquette Insurance Services, Mpls, MN	Not yet available

Section III - Applications Subject to Federal Register Notice Only (Continued)

Application

Comment Period
Ending Date

Not yet available

Thompson Insurance, Inc.
Bismarck, ND
To engage <u>de novo</u> in making an equity investment in a project designed primarily to promote community welfare.

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

<u>Application</u>

None.

Section V - Availability of

CRA Public Evaluations week ending July 31, 1992

ASSIGNMENT OF RATING

Identification of Ratings

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

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

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

BANK(S) EXAMINED

DATE OF EXAMINATION

CRA RATING

None.

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Custer County Bank, Westclife, Colorado, to merge with Green Mountain Bank, Lakewood, Colorado.

Not Available

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

APPLICATION

COMMENT PERIOD ENDING DATE

Overland Park Bancshares, Inc., Overland Park, Kansas, for prior approval to acquire 6.5 percent of the voting shares of CNB Financial Corporation, Kansas City, Kansas.*

Not Available

Resource One, Ulysses, Kansas, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Grant County State Bank, Ulysses, Kansas.*

Not Available

REVISED FROM THE JULY 31, 1992 BULLETIN

Mike Mitchell, Gardner, Kansas, for prior approval to acquire 18.4 percent ownership interest in Gardner National Bank, Gardner, Kansas, and Mike Mitchell, et. al., for prior approval to increase their proportionate ownership interest in Gardner National Bank, Gardner, Kansas, from 21.4 percent to 72.45 percent.

Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Great Western Securities, Inc., Omaha, Nebraska, to acquire 100 percent of the voting shares of Great Western Resources, Inc., Omaha, Nebraska. Not Available

Commerce Bancshares, Inc., Kansas City, Missouri, to acquire 100 percent of the voting shares of Capital for Business, Inc., Kansas City, Missouri.

Not Available

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.

Federal Reserve Bank of Kansas City

Bank/Location	Exam Date	CRA Public Date	CRA Rating
The First Bank P.O. Box 397 Ness City, Kansas 67560-0397	4-27-92	8-4-92	Satisfactory
First Bank of Turley P.O. Box 6538 Turley, Oklahoma 74156	4-27-92	8-4-92	Needs to Improve

^{*}Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF AUGUST 3, 1992

$\frac{\textbf{SECTION} \ \ \textbf{I} \ - \ \textbf{APPLICATIONS} \ \ \textbf{SUBJECT} \ \ \textbf{TO} \ \ \textbf{NEWSPAPER}}{\textbf{NOTICE} \ \ \textbf{ONLY}}$

APPLICATION NOTICE EXP

None.

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

APPLICATION	**	NOTICE EXP
Change in Control Notice by Roger D. Hellmus; Charles C. Forbes; and James J. Acker, Freer, TX, to acquire an interest in Brush Country Holding Co., Inc., Freer, TX (Previously reported during the week of 6-8-92)		92/08/05
Change in Control Notice by Larry Rierson and Catherine Rierson, Clovis, NM, to acquire an interest in Western Bancshares of Clovis, Inc., Carlsbad, NM (Previously reported during the week of 6-1-92)		92/08/14
Change in Control Notice by Leonard C. Hudson, Pampa, TX, to acquire an interest in NBC Bancshares, Inc., Pampa, TX (Previously reported during the week of 6-15-92)		92/08/17
Change in Control Notice by Herschel Gary Blankenship, and Cynthia Lynne Blankenship, Southlake, TX, to acquire an interest in Greater Southwest Bancshares, Inc., Irving, TX		N/A
Change in Control Notice by Frances Gourley Lott Trust; Mary Theresa Lott Trust; Gayle Gourley Trust; and W. J. Gourley III Trust, Fort Worth, TX, to acquire an interest in Security Bank of Arlington, Arlington, TX		N/A
*Section 3(a)(1) application by U B & T Holding Co., Abilene, TX, to acquire United Bank & Trust, Abilene, TX		92/09/01
*Section 3(a)(1) application by WSB Bancshares, Inc., Wellington, TX, to acquire Wellington Delaware Financial Corporation, Dover, DE, and Wellington State Bank, Wellington, TX		92/08/29

*Section 3(a)(1) application by
Wellington Delaware Financial Corporation, Dover, DE, to
acquire Wellington State Bank, Wellington, TX

92/08/29

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION NOTICE_EXP

None.

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

APPLICATION

None.

^{*} SUBJECT TO CRA.

^{**} EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY. N/A - NOT AVAILABLE AT THIS TIME.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS FOR THE WEEK OF AUGUST 7, 1992

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to Improve record of meeting community credit needs.

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

Substantial Noncompliance in meeting community credit needs.

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

<u>Date of</u>
Bank Examination CRA Rating

Citizens Bank 315 Landa St. P. O. Box 310909 New Braunfels, TX 70131-0909 . 04/27

Satisfactory

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 8/07/92

Section	I -	Appl	ications	Subject	to	Newspaper	Notice	<u>Only</u>

Application

Comment Period Ending Date

None

<u>Section II - Applications Subject to Both</u> <u>Newspaper and Federal Register Notice</u>

Application

Comment Period Ending Date

None

<u>Section III - Applications Subject to Federal Register Notice Only</u>

<u>Application</u>

<u>Comment Period Ending Date</u>

None

<u>Section IV - Applications Not Subject to Federal Register Notice</u> <u>or Newspaper Notice</u>

None

Section V - Availability of CRA Public Evaluations

None

^{*} Subject to CRA