

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1994, No. 13
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending March 26, 1994

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ADVISORY COUNCILS

Consumer Advisory Council.
Convened, March 24, 1994.

BANK HOLDING COMPANIES

First Chicago Corporation, Chicago, Illinois -- to
engage de novo in various nonbanking activities,
including underwriting and dealing in all types of
debt securities on a limited basis, through First
Chicago Capital Markets, Inc.
Approved, March 25, 1994.

REGULATIONS AND POLICIES

Federal Open Market Committee -- minutes of the
meeting on February 3-4, 1994.
Published, March 25, 1994.

**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	Farmers & Merchants Bank, Timberville, Virginia -- to establish a branch on Turner Ashby Drive, approximately 600 feet east of its intersection with North Main Street (State Route 42), Bridgewater, Virginia Approved, March 24, 1994.
Chicago	First Bank North, Freeport, Illinois -- to establish a branch at 3957 North Mulford Road, Rockford, Illinois. Returned, March 22, 1994.
Secretary	First Interstate Bank of California, Los Angeles, California -- to establish an off-site electronic facility in Disneyland, 1313 Harbor Boulevard, Anaheim, California. Approved, March 22, 1994.

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

BANK BRANCHES, DOMESTIC

New York	Fleet Bank of New York, Albany, New York -- to establish branches at the following locations in New York: Upper North Road, Highland; 6605 Joy Road, East Syracuse; 58 Ellicott Road, Cheektowaga; 1525 Scottsville Road, Chili; 101 Mill Street, Newburgh; Stewart International Airport, Building 806, 1018 Breuning Road, New Windsor; 151 Montgomery Street, Albany; and 21 Railroad Avenue, Colonie. Approved, March 25, 1994.
Cleveland	Integra Bank/Pittsburgh, Pittsburgh, Pennsylvania -- to establish a CBCT facility at Jeanette Hospital, 60 Jefferson Avenue, Jeanette, Pennsylvania. Approved, March 21, 1994.
Chicago	Old Kent Bank - Southwest, Kalamazoo, Michigan -- to establish a branch at 3510 West Centre Street, Portage, Michigan. Approved, March 25, 1994.
Dallas	United Bank & Trust, Abilene, Texas -- to establish a branch at the corner of Highway 89 and Williams, Buffalo Gap, Texas. Approved, March 23, 1994.

BANK HOLDING COMPANIES

Chicago	Bank of Waunakee Employee Stock Ownership Plan, Waunakee, Wisconsin -- to acquire shares of Waunakee Bank Shares, Inc. Approved, March 25, 1994.
Dallas	Baylor Bancshares, Inc., Seymour, Texas -- to expand the geographic scope of the lending activities of Baylor Mortgage Company, Inc., to the entire State of Texas. Approved, March 23, 1994.
San Francisco	Central Bancorporation, Wenatchee, Washington -- to acquire First Bank Washington, Omak, Washington. Approved, March 24, 1994.

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

BANK HOLDING COMPANIES

Director, BS&R	Chase Manhattan Corporation, New York, New York -- relief from a commitment contained in the Board's order of January 18, 1989. Granted, March 25, 1994.
Chicago	Cleveland Development Management Corporation, Chicago, Illinois -- to acquire Potters and Trust Co., East Liverpool, Ohio. Approved, March 24, 1994.
Cleveland	Fifth Third Bancorp, Cincinnati, Ohio -- to acquire The National Bancorp of Kentucky, Inc., Lexington, Kentucky. Approved, March 25, 1994.
Cleveland	First Bancorporation of Ohio, Akron, Ohio -- to acquire Great Northern Financial Corporation and Great Northern Savings Company, both of Barberton, Ohio, and to merge the savings company into First National Bank of Ohio, Akron, Ohio. Approved, March 22, 1994.
Secretary	First Bank System, Inc., Minneapolis, Minnesota -- to acquire First Financial Investors, Inc., New York, New York, and to acquire certain assets and assume certain liabilities of St. Louis Bank for Savings, FSB, Duluth, Minnesota, upon its conversion to a national bank. Approved, March 25, 1994.
St. Louis	First Banks, Inc., St. Louis, Missouri -- to acquire Farmers Bancshares, Inc., Breese, Illinois, State Bank of Breese, and Farmers State Bank of Valmeyer, Valmeyer, Illinois. Approved, March 22, 1994.
Secretary	First Citizens BancShares, Inc., Raleigh, North Carolina -- to acquire the Gastonia, North Carolina, branch of Home Savings Bank, SSB, Kings Mountain, North Carolina. Approved, March 25, 1994.

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

BANK HOLDING COMPANIES

Dallas	First Community Bancshares, Inc., and Winn Bancshares, Inc., Winnfield, Louisiana -- to engage de novo in credit life insurance activities. Permitted, March 21, 1994.
Chicago	First Ozaukee Capital Corp., Cedarburg, Wisconsin -- to acquire First Ozaukee Savings Bank and to engage in making, acquiring, or servicing loans. Returned, March 22, 1994.
Richmond	First Union Corporation, Charlotte, North Carolina -- to acquire First Union Home Equity Bank, National Association. Approved, March 25, 1994.
Chicago	Firstbank of Illinois Co., Springfield, Illinois -- to acquire Colonial Bancshares, Inc., Des Peres, Missouri; The Colonial Bank, Des Peres; Village Bank of St. Louis County, Ballwin, Missouri; and Guido Insurance Agency, Des Peres. Approved, March 22, 1994.
San Francisco	Grupo Financiero Serfin, S.A. de C.V., Mexico City, Mexico -- to engage de novo in nonbank activities through Serfin Funds Transfer, Inc., Los Angeles, California. Returned, March 24, 1994.
New York	J.P. Morgan & Co. Incorporated -- to engage de novo in trust company activities through J.P. Morgan Delaware Trust Company, Wilmington, Delaware. Permitted, March 22, 1994.
Richmond	Jefferson Bankshares, Inc., Charlottesville, Virginia -- proposal that Jefferson National Bank acquire certain assets and assume certain liabilities of Liberty Federal Savings Bank, Warrenton, Virginia. Approved, March 25, 1994.
Minneapolis	Kelliher Bancshares, Inc., Kelliher, Minnesota -- to acquire Citizens State Bank of Kelliher. Approved, March 22, 1994.

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

BANK HOLDING COMPANIES

Atlanta	Liberty Financial Services, Inc., New Orleans, Louisiana -- to acquire certain assets and assume certain liabilities of Life Federal Savings Bank, Baton Rouge, Louisiana. Approved, March 25, 1994.
Chicago	Old Kent Financial Corporation, Grand Rapids, Michigan, and Old Kent - Illinois, Inc., Elmhurst, Michigan -- to acquire EdgeMark Financial Corporation, Chicago, Illinois, and the following banks in Illinois: EdgeMark Bank - Lombard, Lombard; EdgeMark Bank - Rosemont, Rosemont; Edgewood Bank, Countryside; First National Bank of Lockport, Lockport; and Merchandise National Bank of Chicago. Approved, March 25, 1994.
Kansas City	Peoples Bancshares, Inc., Clay Center, Kansas -- to acquire The Peoples National Bank. Approved, March 24, 1994.
Chicago	Shorebank Corporation, Chicago, Illinois -- to acquire Cleveland Development Bancorporation, Chicago, Illinois, and Potters Bank and Trust Co., East Liverpool, Ohio. Approved, March 24, 1994.
Secretary	Trans Financial Bancorp, Inc., Bowling Green, Kentucky -- to acquire Peoples Financial Services, Inc., and Peoples Bank and Trust of the Cumberlandds, both of Cookeville, Tennessee; and Citizens Federal Savings Bank, Rockwood, Tennessee. Approved, March 21, 1994.
Secretary	Union Planters Corporation, Memphis, Tennessee -- to acquire Liberty Bancshares, Inc., Paris, Tennessee, and Liberty Federal Savings Bank. Approved, March 25, 1994.

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

BANK PREMISES

Richmond	F & M Bank-Winchester, Winchester, Virginia -- investments in bank premises. Approved, March 23, 1994.
Cleveland	Oakwood Deposit Bank, Oakwood, Ohio -- investment in bank premises. Approved, March 25, 1994.
Chicago	Old Kent Bank - Southwest, Kalamazoo, Michigan -- investment in bank premises. Approved, March 24, 1994.
Chicago	Old Kent Bank - Southwest, Kalamazoo, Michigan -- investment in bank premises. Approved, March 25, 1994.
Kansas City	Star Valley State Bank, Afton, Wyoming -- investment in bank premises. Approved, March 21, 1994.

BANKS, STATE MEMBER

St. Louis	Arkansas Bank & Trust Company, Hot Springs, Arkansas -- payment of a dividend. Approved, March 24, 1994.
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CAPITAL STOCK

Kansas City	Mountain West Banking Corporation, Denver, Colorado -- redemption of shares. Approved, March 21, 1994.
Minneapolis	United Bancor, Ltd., Dickinson, North Dakota -- redemption of shares. Approved, March 22, 1994.

CHANGE IN BANK CONTROL

San Francisco	American Pacific Bank, Aumsville, Oregon -- change in bank control. Returned, March 22, 1994.
Chicago	North Salem State Bancorporation, North Salem, Indiana -- change in bank control. Returned, March 22, 1994.

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

CHANGE IN BANK CONTROL

Richmond Security Bank Corporation, Manassas, Virginia --
change in bank control.
Permitted, March 25, 1994.

COMPETITIVE FACTORS REPORTS

St. Louis CBT Corporation, Paducah, Kentucky, proposed
acquisition of BMC Bankcorp, Inc., Benton,
Kentucky, and United Commonwealth Bank, F.S.B.,
Murray, Kentucky -- report on competitive factors.
Submitted, March 24, 1994.

Cleveland Charter One Bank, F.S.B., Cleveland, Ohio, proposed
purchase of four Equitable Savings Ohio divisional
branches of Citizens Federal Bank, FSB, Miami,
Florida -- report on competitive factors.
Submitted, March 24, 1994.

Cleveland Fed One Savings Bank, FSB, Wheeling, West Virginia,
proposed purchase of a branch of Buckeye Savings
Bank, Bellaire, Ohio -- report on competitive
factors.
Submitted, March 24, 1994.

Cleveland First Federal Savings and Loan Association of
Wooster, Wooster, Ohio, proposed purchase of a
branch -- report on competitive factors.
Submitted, March 24, 1994.

Dallas First Interstate Bank of Texas, N.A., Houston, Texas,
proposed partial purchase and assumption of Med
Center Bank -- report on competitive factors.
Submitted, March 25, 1994.

Cleveland First National Bank of Ohio, Akron, Ohio, proposed
merger with Great Northern Savings Company,
Barberton, Ohio -- report on competitive factors.
Submitted, March 24, 1994.

Richmond First Palmetto Savings Bank, F.S.B., Camden, South
Carolina, proposed purchase of two branch offices
of The South Carolina National Bank, Columbia,
South Carolina -- report on competitive factors.
Submitted, March 23, 1994.

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

COMPETITIVE FACTORS REPORTS

Richmond	First Palmetto Savings Bank, F.S.B., Camden, South Carolina, proposed purchase of the Bishopville, South Carolina, branch of The South Carolina National Bank, Columbia, South Carolina -- report on competitive factors. Submitted, March 25, 1994.
Philadelphia	Greater Delaware Valley Savings Bank, Broomall, Pennsylvania, proposed conversion from a mutual savings bank to a stock savings bank -- report on competitive factors. Submitted, March 25, 1994.
Richmond	Guaranty Savings and Loan, F.A., Charlottesville, Virginia, proposed merger with GSL Interim Federal Savings Association -- report on competitive factors. Submitted, March 21, 1994.
Minneapolis	M&I Bank of Eagle River, Eagle River, Wisconsin, proposed purchase of the Three Lakes, Wisconsin, office of Valley First National Bank, Rhinelander, Wisconsin -- report on competitive factors. Submitted, March 21, 1994.
Minneapolis	M&I Merchants Bank, Rhinelander, Wisconsin, proposed purchase of the Lac du Flambeau, Lake Tomahawk, and Woodruff, Wisconsin, offices of Valley First National Bank, Rhinelander, Wisconsin -- report on competitive factors. Submitted, March 21, 1994.
St. Louis	Magna Bank of Missouri, Brentwood, Missouri, proposed acquisition of assets and assumption of liabilities of Bank of Chesterfield, Chesterfield, Missouri -- report on competitive factors. Submitted, March 25, 1994.
Cleveland	Mid American National Bank and Trust Company, Toledo, Ohio, proposed merger with Farmers Savings Bank, Northwood, Ohio -- report on competitive factors. Submitted, March 24, 1994.

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

COMPETITIVE FACTORS REPORTS

Chicago	Monroe Bank & Trust, Monroe, Michigan, proposed purchase of the Erie and Temperance, Michigan, branches of NBD Bank, National Association, Detroit, Michigan -- report on competitive factors. Submitted, March 22, 1994.
Chicago	National Exchange Bank and Trust of Fond du Lac, Fond du Lac, Wisconsin, proposed merger with State Bank of Cascade, Cascade, Wisconsin -- report on competitive factors. Submitted, March 24, 1994.
Minneapolis	Norwest Bank Minnesota, National Association, Minneapolis, Minnesota, proposed merger with Forest Lake State Bank, Forest Lake, Minnesota -- report on competitive factors. Submitted, March 21, 1994.
Minneapolis	Security Federal Savings Bank, Billings, Montana, proposed purchase of the Anaconda and Lewiston, Montana, offices of Bank of Montana, Great Falls, Montana, and the Butte, Montana, office of Montana Bank, Billings -- report on competitive factors. Submitted, March 24, 1994.
Chicago	Webster City Federal Savings Bank, Webster City, Iowa, proposed reorganization to become a mutual holding company -- report on competitive factors. Submitted, March 24, 1994.

EXTENSIONS OF TIME

St. Louis	First Carroll Bankshares, Inc., Berryville, Arkansas -- extension to June 1, 1994, to acquire The First National Bank of Berryville. Granted, March 23, 1994.
Philadelphia	Meridian Bank, Reading, Pennsylvania -- extension to June 22, 1994, to acquire the Grange National Bank of Susquehanna County, New Milford, Pennsylvania. Granted, March 22, 1994.

H.2
MARCH 21, 1994 TO MARCH 25, 1994
PAGE 10

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

EXTENSIONS OF TIME

San Francisco Sakura Bank, Ltd., Tokyo, Japan -- extension to
divest certain properties.
Granted, March 22, 1994.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Bank Holding Company Report Forms -- FR Y-9C, FR Y-9LP, and FR Y-9SP, with revisions; and FR Y-9CS, without revision, with extension through 1996.
Approved, March 18, 1994.

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

ADDITIONS AND CORRECTIONS

BANK HOLDING COMPANIES

Chicago NorthWest Indiana Bancorp, Munster, Indiana -- to acquire Peoples Bank SB.
Returned, March 18, 1994.

COMPETITIVE FACTORS REPORTS

Boston Fleet Bank of Massachusetts, N.A., Boston, Massachusetts, proposed acquisition of Sterling Bank, Waltham, Massachusetts -- report on competitive factors.
Submitted, March 16, 1994.

EXTENSIONS OF TIME

Chicago FBOP Corporation, Oak Brook, Illinois -- extension to June 10, 1994, to engage de novo in the acquisition of loans from its insured subsidiaries.
Granted, March 18, 1994.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

<u>Application</u>	<u>Comment Period Ending Date</u>
NONE	

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Cambridgeport Mutual Holding Company, Cambridge, Massachusetts - 3(a)(1)/ 3(a)(3) application to become a bank holding company through the acquisition of Cambridgeport Savings Bank, Cambridge, Massachusetts and 5.6% of Cambridge Bancorp, Cambridge, Massachusetts*	<u>Newspaper</u> 03-28-94 <u>Federal Register</u> 04-07-94

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

NONE

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

<u>Application</u>
NONE

*Subject to CRA.

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

Fleet Bank of New York, Albany, New York, to establish a branch at 65 Vantage Point Drive, Ogden, New York and to establish an offsite electronic facility at Woodbury Commons Factory Outlet, Central Valley, New York. <u>1/</u>	4/18/94
Fleet Bank, Melville, New York, to establish an offsite electronic facility at R.H. Macy & Co. Inc., 151 W. 34th Street, New York, New York. <u>1/</u>	4/18/94
European American Bank, Uniondale, New York to establish a branch at 335 Madison Avenue, New York, New York. <u>1/</u>	4/20/94

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 March 26, 1994

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
The Merchants Bank of New York 434 Broadway New York, N.Y. 10013	Satisfactory	10/18/93

- 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 SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

None.

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

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Meridian Bancorp, Inc., Reading, PA requests approval to acquire 100% of McGlinn Capital Management, Inc., Wyomissing, PA, pursuant to Section 4(c)(8) of the BHC Act.

Fed. Reg. comment period expires: 4/6/94

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.

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 March 25, 1994.

Identification of Ratings

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Bank/Location

Examination Date

CRA Rating

None.

Federal Reserve Bank of Cleveland

**Applications Bulletin
For Week Ending March 26, 1994**

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

Received OAKAR application from Northwest Bancorp, MHC, Warren, Pennsylvania, on March 16, 1994, to acquire 51 percent of the outstanding stock of Northwest Savings Bank, Warren, Pennsylvania. * Not Yet Known #

Received OAKAR application from Fifth Third Bancorp, Cincinnati, Ohio, on March 24, 1994, to acquire The Cumberland Federal Savings Bank, Louisville, Kentucky, and merge it into The Fifth Third of Central Kentucky, Inc., Lexington, Kentucky. * April 23, 1994

Received application from The Fifth Third Bank of Central Kentucky, Inc. (to be renamed Fifth Third Bank of Kentucky, Inc.), Lexington, Kentucky, on March 24, 1994, for permission to become a member of the Federal Reserve System. April 23, 1994

Received Section 18(c) application from The Fifth Third Bank of Central Kentucky, Inc., Lexington, Kentucky, on March 24, 1994, to merge with The Cumberland Federal Savings Bank, Louisville, Kentucky. * April 23, 1994

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

Received Section 3(a)(3) application from First Bancorporation of Ohio, Akron, Ohio, on March 21, 1994, to acquire Peoples National Bank, Wooster, Ohio (now known as Peoples Federal Savings Bank). *N: April 21, 1994

Received Section 3(a)(1) application from Ohio State Bancshares, Inc., Marion, Ohio, on March 18, 1994, to acquire The Marion Bank, Marion, Ohio. *F: April , 1994

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- * - Subject to CRA
 - N - Newspaper Comment Period
 - F - Federal Register Comment Period
 - # - Expected to end approximately 30 days from date of application's receipt.

**Applications Bulletin
For Week Ending March 26, 1994**

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

Received Section 4(c)(8) application from Mellon Bank Corporation, Pittsburgh, Pennsylvania, on January 3, 1994, to acquire Dreyfus Security Savings Bank, FSB, Paramus, New Jersey, and Dreyfus Trust Company, Uniondale, New York. * Not Yet Known #

Received Section 3(a)(1) application from Fifth Third Kentucky Bank Holding Company, Louisville, Kentucky, on March 24, 1994, to acquire The Fifth Third Bank of Central Kentucky, Inc., Lexington, Kentucky. *N: April 23, 1994

Received Section 4(c)(8) application from Fifth Third Bancorp, Cincinnati, Ohio, and Fifth Third Kentucky Bank Holding Company (in formation), Louisville, Kentucky, on March 24, 1994, to acquire The Cumberland Federal Bancorporation, Inc., Louisville, Kentucky. *N: April 23, 1994

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

Received Section 4(c)(8) application from Mellon Bank Corporation, Pittsburgh, Pennsylvania, on February 7, 1994, to acquire The Truepenney Corporation, The Trotwood Corporation, The Trotwood Hunters Site A Corporation, The Trustwood Hunters Corporation, and Dreyfus Realty Advisors, Inc., all located in New York, New York. Not Yet Known #

Received Section 4(c)(8) notification from First Commonwealth Financial Corporation, Indiana, Pennsylvania, on March 21, 1994, of its intent to directly engage de novo in the permissible non-banking activity of "making and serving loans" pursuant to Section 225.25(b)(1) of Regulation Y. April 19, 1994

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

Received request from Security Dollar Bank, Niles, Ohio, on March 21, 1994, for permission to exceed its limit of investment in bank premises permitted under Section 24A of the Federal Reserve Act.

AVAILABILITY OF CRA PUBLIC EVALUATIONS
(March 25, 1994)

The following state member banks have been examined by the Federal Reserve Bank of Cleveland for compliance with The Community Reinvestment Act. A public evaluation document became available from the bank(s) listed below during the week ended March 25, 1994. If you are interested in obtaining a copy of an evaluation document, please contact the bank(s) directly.

There are four descriptive ratings for CRA:

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

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

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

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

NONE

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
The George Mason Bank, Fairfax, Virginia, to establish a branch at 4005 Wilson Boulevard, Arlington, Virginia.*	4-15-94
Bank of McKenney, McKenney, Virginia, to establish a branch at 13812 Boydton Plank Road, Dinwiddie, Virginia.*	4-23-94

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

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

Section III - Applications Subject to Federal Register Notice

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

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

<u>Application</u>
None.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending March 25, 1994

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.

	<u>Examination Date</u>	<u>Rating</u>
Commerce Bank of Virginia 11500 West Broad Street Richmond, Virginia 23242-0569	1-10-94	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 25, 1994

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
The Peoples Bank and Trust Company Selma, Alabama To establish a branch located at the Winn Dixie Marketplace within the Mid-Town Shopping Center at 701 East Main Street, Prattville, Alabama, to be known as The Peoples Bank and Trust Company, Marketplace Branch.	03-25-94*
Barnett Bank of West Florida Pensacola, Florida To establish a night depository vault located in the Cordova Mall at 5100 North 9th Avenue, Pensacola, Florida.	04-22-94*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
First Security Bankshares, Inc. Lavonia, Georgia After-the-fact change in control notice by Hubert Shuratt Whitworth to retain 30 percent of the outstanding shares of common stock.	Not yet available*
Southside Financial Group, Inc. Fayetteville, Georgia 1-BHC formation, The Citizens Bank and Trust of Fayette County, Fayetteville, Georgia.	Not yet available*
Hibernia Corporation New Orleans, Louisiana To merge with Commercial Bancshares, Inc. Abbeville, Louisiana, and thereby directly acquire First Commercial Bank, Franklin, Louisiana, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	04-07-94* Federal Register

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 25, 1994

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
First Alabama Bancshares, Inc. Birmingham, Alabama To engage de novo in leasing tangible personal property, or acting as agent, broker, or adviser in such property, utilizing residual values up to 100 percent of acquisition cost, pursuant to Section 225.25(b)(5)(ii) of Regulation Y.	03-31-94
First National Sylacauga Corporation Sylacauga, Alabama To engage de novo in credit-related insurance agency activities, through its proposed nonbank subsidiary, Frontier Financial Services, Inc., Sylacauga, Alabama. pursuant to Section 225.25(b)(8)(i) and (ii) of Regulation Y.	04-14-94

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 25, 1994

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Pickens County Bancshares, Inc. Reform, Alabama After-the-fact notice to retain its subsidiary, WAB&T Financial Services, Inc., Reform, Alabama, which commenced engaging de novo in insurance agency activities, pursuant to Section 225.25(b)(8)(iii)(A) of Regulation Y, and in providing securities brokerage services, and related securities credit activities, pursuant to Section 225.25(b)(15) of Regulation Y.	04-14-94
Prattville Financial Services Corporation Prattville, Alabama After-the-fact notice to retain its wholly-owned subsidiary, Key Investment Securities, Inc., Prattville, Alabama, which commenced engaging de novo in insurance agency and underwriting activities, pursuant to Section 225.25(b)(8) of Regulation Y, and providing securities brokerage services and related securities credit activities, pursuant to Section 225.25(b)(15) of Regulation Y.	04-07-94

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

Application

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 25, 1994

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.

Examination

Bank

Rating

Date

Flamingo Bank
1 West Flamingo Drive
Pembroke Pines, Florida 33027
(305) 437-2265

Satisfactory 11-29-93

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	Old Kent Bank - Southwest Kalamazoo, Michigan 3510 West Centre Street Portage, Michigan*	N - 3-20-94
Membership	Cedar Valley State Bank St. Ansgar, Iowa To become a member of the Federal Reserve System*	N - **
Merger/Branch	Chemical Bank and Trust Company Midland, Michigan Edenville, Michigan branch of First of America Mid-Michigan, National Association, Bay City, Michigan 5777 M-30, Tobacco Township Edenville, Michigan*	N - **
Oakar	Shoreline Financial Corporation Benton Harbor, Michigan South Haven Branch of Great Lakes Bancorp, South Haven, Michigan*	N - **

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>
Y-2	Marquette National Corporation Chicago, Illinois Orland State Bank Orland Park, Illinois*	FR - 4-1-94 N - 3-26-94
COC-HC	Withee Bank Shares, Inc. Withee, Wisconsin Walter E. Ollech	FR - 4-4-94 N - 3-25-94
Y-2	Ida Grove Bancshares, Inc. Ida Grove, Iowa P.S.B. Bancorporation West Des Moines, Iowa Liberty Bank & Trust Odebolt, Iowa*	FR - 3-18-94 N - 4-2-94
Y-2 (100%)	First Chicago Corporation Chicago, Illinois Lake Shore Bancorp, Inc. Chicago, Illinois Bank of Hinsdale Hinsdale, Illinois Lake Shore National Bank Chicago, Illinois*	FR - 4-4-94 N - 3-30-94
Y-2 (16.6%)	First Chicago Corporation Chicago, Illinois Lake Shore Bancorp, Inc. Chicago, Illinois Bank of Hinsdale Hinsdale, Illinois Lake Shore National Bank Chicago, Illinois*	FR - 4-4-94 N - 3-30-94
COC-HC	Veedersburg Bank Corp. Veedersburg, Indiana Stephen A. Songer	FR - 3-31-94 N - **

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-2	First Chicago Corporation Chicago, Illinois Hampton Park Corporation Romeoville, Illinois Oxford Bank Romeoville, Illinois*	FR - 4-4-94 N - 3-30-94
CoC-HC	Blanchardville Financial Services, Inc. Blanchardville, Wisconsin Frederick F. Reinhardt	FR - 4-7-94 N - 3-23-94
Y-1	First Ozaukee Capital Corp. Cedarburg, Wisconsin First Ozaukee Savings Bank Cedarburg, Wisconsin*	FR - 4-15-94 N - **
CoC-HC	Illinois Valley Bancorp, Inc. Morris, Illinois Ronald L. Wohlwend, Ronald L. Wohlwend, Trustee, Jack Lewis Trust UTA DTD, Catherine Lewis Trust UTA DTA	FR - 2-1-94 N - **
Y-1	TSB Financial, Inc. Tremont, Illinois Tremont Savings Bank Tremont, Illinois*	FR - 4-15-94 N - **
CoC-HC	BankIllinois Financial Co. Champaign, Illinois Van A. Dukeman; David J. Downey, George T. Shapland & Gregory B. Lykins	FR - 3-23-94 NP - 2-14-94
CoC-HC	North Salem State Bancorporation North Salem, Indiana Robert Porter	FR - 4-12-94 N - **
Y-1	Bellevue State Bank Employee Stock Ownership Plan Bellevue, Iowa Bellevue Service Company Bellevue, Iowa Bellevue State Bank Bellevue, Iowa*	FR - 4-22-94 N - **

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-2	Capitol Bancorp, Ltd. Lansing, Michigan Financial Center Corporation Holland, Michigan Paragon Bank Holland, Michigan*	FR - 2-25-94 N - 1-11-94
Y-1	The First Trust Holdings, Inc. Watseka, Illinois First Trust and Savings Bank of Watseka Watseka, Illinois First National Bank of Clifton Clifton, Illinois*	FR - ** N - **
Y-2	Commercial Financial Corp. Storm Lake, Iowa Central Trust Investment, Inc. Cherokee, Iowa Central Trust and Savings Bank Cherokee, Iowa*	FR - ** N - **
Y-2	Community Grain Co. Coon Rapids, Iowa Farmers National Bank Bayard, Iowa*	FR - 1-31-94 N - 1-31-94
Y-2	Omnibank Corporation River Rouge, Michigan Indecorp, Inc. Chicago, Illinois Independence Bank of Chicago Chicago, Illinois Drexel Holding Company Chicago, Illinois Drexel National Bank Chicago, Illinois*	FR - 1-14-94 N - 1-31-94

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
4 (c) (8)	Cleveland Development Bancorporation Chicago, Illinois CDB Development Co. Chicago, Illinois	FR - 2-2-94
4 (c) (8)	Cleveland Development Bancorporation Chicago, Illinois Cleveland Enterprises Group Chicago, Illinois	FR - 2-2-94
4 (c) (8)	Shorebank Bancorporation Chicago, Illinois CDB Development Co. Chicago, Illinois	FR - 2-2-94
4 (c) (8)	Shorebank Bancorporation Chicago, Illinois Cleveland Enterprises Group Chicago, Illinois	FR - 2-2-94
4 (c) (8)	Old Kent Financial Corporation Grand Rapids, Michigan CDC--invest in low income housing projects	FR - 3-31-94
Y-4	First Colonial Bankshares Corporation Chicago, Illinois First Colonial Investment Services Elmhurst, Illinois	FR - 4-11-94
4 (c) (8)	First Ozaukee Capital Corp. Cedarburg, Wisconsin Engage in making, acquiring or servicing loans	FR - 4-15-94
Y-4	Heartland Financial USA, Inc. Dubuque, Iowa Keokuk Bancshares, Inc. Keokuk, Iowa First Community Bank, A Federal Savings Bank Keokuk, Iowa	FR - 4-15-94

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
4(c) (8)	Horizon Bancorp Michigan City, Indiana Horizon Insurance Group, Inc. Michigan City, Indiana--act as insurance agent or broker	FR - 4-7-94
4(c) (8)	Horizon Bancorp Employee Stock Ownership Plan Michigan City, Indiana Horizon Insurance Group, Inc. Michigan City, Indiana--act as insurance agent or broker	FR - 4-7-94
Y-4	Northern Trust Corporation Chicago, Illinois Hazlehurst & Associates, Inc. Atlanta, Georgia	FR - 4-6-94
Y-4	Kerndt Bank Services, Inc. Lansing, Iowa Peters Insurance Agency Lansing, Iowa	FR - 4-5-94
4(c) (8)	Valley Financial Corp. Caro, Michigan Engage in the sale of general insurance	FR - 4-18-94
Y-4	First Waukegan Corporation Gurnee, Illinois Hometown Finance Corporation Glenview, Illinois	FR - 4-18-94
Y-4	Capitol Bancorp, Ltd. Lansing, Michigan Consolidated Bank Services, Inc. Holland, Michigan	FR - 3-4-94

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>
RoS	Peoples Bancorp, Inc. Prairie du Chien, Wisconsin Purchase shares of its stock
RoS	Geneva Bancshares, Inc. Geneva, Illinois Purchase up to 5.4 percent of its outstanding shares of common stock
RoS	Spring Bancorp, Inc. Springfield, Illinois Redeem 175,155 shares of its 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 March 25, 1994. 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 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 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 NAME/LOCATION

EXAMINATION DATE

RATINGS

NONE

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING MARCH 25, 1994

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application **End of Comment Period**

None.

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

Application **End of Comment Period**

* Section 3(a)(3) application by Union Planters
Corporation, Memphis, Tennessee, to acquire
Earle Bankshares, Earle, Arkansas.

Newspaper: 4-22-94

Change in Control notification involving Aviston

Bancorp, Inc., Aviston, Illinois, by Paul H. Berns. Newspaper: 4-12-94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application **End of Comment Period**

None.

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

Application **End of Comment Period**

None.

* This 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 March 25, 1994

Name of Bank	Bank Address	Examination Date	Examination Rating
None			

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to

Newspaper Notice Only

<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
NONE	

Section II - Applications Subject to Both

Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
First Sleepy Eye Bancorporation, Inc., Sioux Falls, SD To acquire 100% of the voting share of the First Security Bank of Benson Benson, MN*	4-16-94 (Newspaper)
United Bank Corporation Osseo, WI To become a bank holding company through the acquisition of 96.92% of the voting shares of United Bank, Osseo, WI; 88.82% of the voting shares of Clarke County State Bank, Osceola, IA; 84.83% of the voting shares of Lincoln County Bank, Merrill, WI; 99.67% of the voting shares of Bank Poynette, Poynette, WI; 100.00% of the voting shares of Farmers State Bank, Stickney, SD; 91.20% of the voting shares of Farmers & Merchants State Bank, Iroquois, SD; and 100.00% of the voting shares of Cambridge State Bank, Cambridge, WI.	Not yet available

Section III - Applications Subject
to Federal Register Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Norwest Corporation Minneapolis, MN Title insurance agency activities through the acquisition of a joint venture, Title Network Agency, Buffalo, NY	Not yet available

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

Application

Gale Bank Holding Company, Inc.
Galesville, WI
To redeem 50.01% of its
voting shares.

*Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending March 28, 1994

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
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None.	Section V - Availability of	
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Federal Reserve Bank of Kansas City

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

Leon Louis Stelling & Dianne J. Stelling, both of Cole Camp, Missouri, to increase their ownership interests from 24.8 percent to 25.8 percent, in The Citizens-Farmers Bank of Cole Camp, Cole Camp, Missouri.

Not Available

Jefferson County Bancshares, Inc., Daykin, Nebraska, for prior approval to acquire 13.3 percent of the voting shares of Plymouth Investment Company, Plymouth, Nebraska.*

Not Available

Raton Capital Corporation, Raton, New Mexico, for prior approval to acquire 100 percent of the voting shares of Farmers & Stockmens Bancorporation, Clayton, New Mexico.*

Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<u>Bank/Location</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
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None.

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF MARCH 21, 1994

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

APPLICATION

NOTICE EXP

None.

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

APPLICATION

**** NOTICE EXP**

Change in Control Notice by
James Robert Cole, Many, LA, to acquire an interest
in Sabine Bancshares, Inc., Many, LA
(Previously reported during the week of 3-7-94)

94/03/30

Change in Control Notice by
Terry P. Gilmore, San Marcos, TX, to acquire an
interest in S.B.T. Bancshares, Inc., San Marcos, TX

N/A

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

APPLICATION

NOTICE EXP

Section 4(c)(8) de novo notification by
Summit Bancshares, Inc., Fort Worth, TX, to engage in the
activity of making an equity investment in a corporation
designed primarily to promote community welfare, such as
the economic rehabilitation and development of low income
areas by providing housing, services, or jobs through Fort
Worth Community Development Corporation, Fort Worth, TX

N/A

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

APPLICATION

Section 24A application by
United Bank & Trust, Abilene, TX, to invest in bank
premises in excess of bank's capital stock

* 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 MARCH 21, 1994

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to Improve record of meeting community credit needs.

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

Substantial Noncompliance in meeting community credit needs.

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

<u>Bank</u>	<u>Date of Examination</u>	<u>CRA Rating</u>
The First State Bank of Matador P. O. Box 60 Main St. & Dundee Matador, TX 79244	93/12/13	Satisfactory

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 3/25/94

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
The Sun City Bank, Sun City, Arizona, to acquire one branch office of First National Bank of Arizona, Phoenix, Arizona. * (Note: this entry corrects the listing for the week ending 3/18/94, which erroneously characterized this transaction as a merger of the two banks.)	<u>Newspaper:</u> Not available
The Sun City Bank, Sun City, Arizona, to establish a branch office at 19202 R.H. Johnson Boulevard, Sun City West, Arizona. *	<u>Newspaper:</u> Not available

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

None

Section III - Applications Subject to Federal Register Notice Only

BankAmerica Corporation, San Francisco, California, to engage in executing and clearing, and clearing without executing, futures on options on certain non-financial commodities, through BA Futures, Inc., Chicago, Illinois.	<u>Fed. Reg.:</u> 4/22/94
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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 (cont'd.)

Week Ending 3/25/94

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during the week ending March 25, 1994. 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>
California Center Bank	2222 W. Olympic Blvd. Los Angeles, CA 90006 (213) 386-2222	12/13/93	Satisfactory

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

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

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

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

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