

ANNOUNCEMENT

**BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM**

**H.2, 1994, No. 16
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending April 16, 1994**

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

Hedge funds -- statement by Governor LaWare before
the House Committee on Banking, Finance and Urban
Affairs, April 13, 1994.
Published, April 13, 1994.

Securities Regulatory Equality Act (H.R. 3447) --
statement by Governor LaWare before the
Subcommittee on Telecommunications and Finance of
the House Committee on Energy and Commerce,
April 14, 1994.
Published, April 14, 1994.

BANK BRANCHES, DOMESTIC

Fleet Bank of New York, Albany, New York -- request
for reconsideration of approval by the Federal
Reserve Bank of New York of the application to
establish seven branches.
Denied, April 13, 1994.

BANK HOLDING COMPANIES

Deposit Guaranty Corporation, Jackson, Mississippi --
to acquire First Columbus Financial Corporation,
Columbus, Mississippi and First Columbus National
Bank.
Approved, April 11, 1994.

Marshall & Isley Corporation, Milwaukee, Wisconsin --
to acquire Valley Bancorporation, Appleton,
Wisconsin, and its banking and nonbanking
subsidiaries.
Approved, April 11, 1994.

NCNB Overseas Corporation, Charlotte, North
Carolina -- to make an investment in Nations-CRT
International, London, England.
Permitted, April 13, 1994.

Shorebank Corporation, Chicago, Illinois -- request
for reconsideration of approval by the Federal
Reserve Bank of Chicago of an application to
acquire Potters Bank & Trust Company, East
Liverpool, Ohio.
Denied, April 11, 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

Dallas	Central Bank, Garland, Texas -- to establish a branch at 8585 South Gessner, Houston, Texas. Approved, April 15, 1994.
Richmond	Citizens Bank of Virginia, Arlington, Virginia -- to establish a branch at 8150 Leesburg Pike, Vienna, Virginia. Approved, April 11, 1994.
Richmond	F & M Bank-Winchester, Winchester, Virginia -- to establish an electronic funds transfer facility at the Winchester Medical Center, 1840 Amherst Street. Approved, April 15, 1994.
Minneapolis	First Interstate Bank of Commerce, Billings, Montana -- to establish a branch in Billings, Montana. Approved, April 13, 1994.
Minneapolis	First Interstate Bank of Commerce, Billings, Montana -- to establish a branch in Missoula, Montana. Approved, April 13, 1994.

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

BANK BRANCHES, DOMESTIC

New York	Orange County Trust Company, Middletown, New York -- to establish a branch at the corner of Route 208 and Hawkins Drive, Montgomery, New York, Approved, April 15, 1994.
Kansas City	Pioneer Bank of Longmont, Longmont, Colorado -- to establish a branch at 97 2nd Avenue, Niwot, Colorado. Approved, April 12, 1994.
San Francisco	Sun City Bank, Sun City, Arizona -- to establish a branch at 19202 R.H. Johnson Boulevard, Sun City West, Arizona. Approved, April 13, 1994.
San Francisco	West One Bank, Idaho, Boise, Idaho -- to establish a branch in Albertson's Supermarket at 10500 Overland Road. Approved, April 11, 1994.

BANK HOLDING COMPANIES

St. Louis	AMBANC Corp., Vincennes, Indiana -- to acquire Lincolnland Bancshares, Inc., Casey, Illinois, and The Bank of Casey. Approved, April 11, 1994.
Chicago	Antioch Bancshares, Inc. Employee Savings and Stock Ownership Plan, Antioch, Illinois -- to acquire Antioch Bancshares, Inc. Approved, April 15, 1994.
St. Louis	BanCorpSouth Incorporated, Tupelo, Mississippi -- proposal that Bank of Mississippi purchase certain assets and assume the deposit liabilities of the Main, Oxford, Senatobia, County Line, and North Jackson, Mississippi, branches of Security Federal Savings and Loan Association, Jackson, Mississippi. Approved, April 15, 1994.

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

BANK HOLDING COMPANIES

GC	Bank of Alma, Alma, Michigan-- determination that sale of certain property by FirstBank of Illinois, with a transfer of the proceeds of a loan on the property to Bank of Alma constitutes divestiture by FirstBank. Granted, April 12, 1994.
Chicago	Baraboo Bancorporation, Baraboo, Wisconsin -- to engage de novo in lending activities. Returned, April 15, 1994.
Chicago	Bellevue State Bank Employee Stock Ownership Plan, Bellevue, Iowa -- to acquire Bellevue Service Company, and Bellevue State Bank. Returned, April 14, 1994.
San Francisco	Cascade Bancorp, Bend, Oregon -- to acquire the Prineville branch of Far West Federal Savings Bank, Portland, Oregon. Approved, April 15, 1994.
Atlanta	Citizens Holding Company, Philadelphia, Mississippi - - to acquire certain assets and assume certain liabilities of the Kosciusko, Mississippi, office of Security Federal Savings and Loan Association, Jackson, Mississippi. Approved, April 15, 1994.
Kansas City	ColoEast Bankshares, Inc., Lamar, Colorado -- to acquire Granada Bankshares, Inc., Granada; The American State Bank, Holly Bankshares, Inc., Holly, Colorado, and First Bank and Trust. Approved, April 15, 1994.
Secretary	Compass Bancshares Inc., Birmingham, Alabama -- proposal that Compass Bank, Jacksonville, Florida, acquire the Jacksonville, Callahan, and St. Augustine, Florida, branches of Anchor Savings Bank, FSB, Hewlett, New York. Approved, April 14, 1994.

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

BANK HOLDING COMPANIES

St. Louis	Country Bancorp, Inc., Litchfield, Illinois -- to engage de novo as agent in the sale of fixed rate annuity products. Permitted, April 14, 1994.
Kansas City	DFC Acquisition Corporation Two, Kansas City, Missouri, and Dickinson Financial Corporation, Chillicothe, Missouri -- to acquire certain assets and assume certain liabilities of the Picture Hills Shopping Center, Kansas City, Missouri, branch of Farm & Home Savings Association, Nevada, Missouri. Approved, April 11, 1994.
Cleveland	Fifth Third Bancorp, Cincinnati, Ohio -- proposal to acquire eight Ohio branches of Citizens Federal Bank, Miami, Florida, and merge them into Fifth Third Bank, Cincinnati, Ohio, Fifth Third Bank of Southern Ohio, Hillsboro, Ohio, and Fifth Third Bank of Columbus, Columbus, Ohio. Approved, April 15, 1994.
Atlanta	First Alabama Bancshares, Inc., Birmingham, Alabama - - to merge with Guaranty Bancorp, Inc., Baton Rouge, Louisiana, and acquire Guaranty Bank & Trust Company. Approved, April 15, 1994.
Atlanta	First Alabama Bancshares, Inc., Birmingham, Alabama - - to engage de novo in leasing activities. Permitted, April 16, 1994.
St. Louis	First Bolivar Capital Corporation, Cleveland, Mississippi -- proposal that First National Bank of Bolivar County purchase certain assets and assume the deposit liabilities of the Cleveland, Mississippi, branch of Security Federal Savings & Loan Association, Jackson, Mississippi. Approved, April 15, 1994.
Chicago	First Chicago Corporation, Chicago, Illinois -- to acquire Lake Shore Bancorp, Inc.; Bank of Hinsdale, Hinsdale; and Lake Shore National Bank, Chicago, Illinois. Approved, April 15, 1994.

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

BANK HOLDING COMPANIES

Chicago	First Chicago Corporation, Chicago, Illinois -- to acquire Hampton Park Corporation, Romeoville, Illinois, and Oxford Bank. Approved, April 15, 1994.
St. Louis	First Community Banking Corporation, Little Rock, Arkansas -- to acquire Caddo Holding Company, Glenwood, Arkansas, and Caddo First National Bank. Approved, April 14, 1994.
St. Louis	First F & M Corporation, Kosciusko, Mississippi -- to purchase certain assets and assume the deposit liabilities of the Starkville, Mississippi, branch of Security Federal Savings & Loan Association, Jackson, Mississippi. Approved, April 15, 1994.
Chicago	First of America Bank Corporation, Kalamazoo, Michigan -- to purchase certain assets and acquire the liabilities of Goldome Federal Savings Bank, St. Petersburg, Florida, through establishment of a de novo savings and loan association, First of America Bank-Florida, Federal Savings Bank, St. Petersburg, Florida. Approved, April 13, 1994.

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

BANK HOLDING COMPANIES

Kansas City	Fourth Financial Corporation, Wichita, Kansas -- to acquire certain assets and assume certain liabilities of Equity Bank for Savings, F.A., Oklahoma City, Oklahoma. Approved, April 14, 1994.
Dallas	Fredonia Bancshares, Inc., Nacogdoches, Texas -- to acquire Continental State Bank, Alto, Texas. Approved, April 13, 1994.
Dallas	Fredonia Bancshares of Delaware, Inc., Wilmington, Delaware -- to acquire Continental State Bank, Alto, Texas. Approved, April 13, 1994.
Chicago	Heartland Financial USA, Dubuque, Iowa -- to acquire Keokuk Bancshares, Inc., Keokuk, Iowa, and First Community Bank, A Federal Savings Bank. Returned, April 14, 1994.
Cleveland	KeyCorp., Cleveland, Ohio -- proposal to acquire certain assets and assume certain liabilities of Far West Savings Bank, Portland, Oregon. Approved, April 15, 1994.
New York	Long-Term Credit Bank of Japan, Limited, Tokyo, Japan -- to engage de novo in leasing activities through Capstar Partners, Inc., New York, New York. Permitted, April 14, 1994.
Chicago	LSBancorp, Inc., LaSalle, Illinois -- to acquire Community Bank of Utica, Utica, Illinois. Approved, April 15, 1994.

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

BANK HOLDING COMPANIES

St. Louis	Peoples Holding Company, Tupelo, Mississippi -- proposal that Peoples Bank & Trust Company purchase certain assets and assume the deposit liabilities of the Hernando, New Albany, and Southaven, Mississippi, branches of the Security Federal Savings & Loan Association, Jackson, Mississippi. Approved, April 15, 1994.
St. Louis	Planters Holding Company, Indianola, Mississippi -- proposal that Planters Bank & Trust Company purchase certain assets and assume the deposit liabilities of the Greenville, Mississippi, branch of the Security Federal Savings & Loan Association, Jackson, Mississippi. Approved, April 15, 1994.
Chicago	TSB Financial, Inc., Tremont, Illinois -- to acquire Tremont Savings Bank. Returned, April 15, 1994.
Secretary	Union Planters Corporation, Memphis, Tennessee -- proposal that United Southern Bank, Clarksdale, Mississippi, and First National Bank of New Albany, New Albany, Mississippi, acquire certain assets and assume certain liabilities of Security Federal Savings & Loan Association, Jackson, Mississippi. Approved, April 15, 1994.

BANK MERGERS

Cleveland	Fifth Third Bank, Cincinnati, Ohio -- to merge with three Ohio branches of Citizens Federal Bank, Miami, Florida, and to establish branches. Approved, April 16, 1994.
San Francisco	Sun City Bank, Sun City, Arizona -- to acquire the assets and assume the liabilities of a branch of First National Bank of Arizona, Phoenix, Arizona, and to establish a branch. Approved, April 13, 1994.

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

BANK MERGERS

New York	United Jersey Bank, Hackensack, New Jersey -- to merge United Jersey Bank / Central, N.A., West Windsor Township, New Jersey, and United Jersey Bank / South, N.A., Cherry Hill, with United Jersey Bank, Hackensack, New Jersey, and to establish branches. Approved, April 12, 1994.
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BANK PREMISES

Kansas City	BancFirst, Oklahoma City, Oklahoma -- investment in bank premises. Approved, April 11, 1994.
Richmond	Central Virginia Bank, Powhatan, Virginia -- investment in bank premises. Approved, April 13, 1994.
New York	Chemical Bank, New York, New York -- investment in bank premises. Approved, April 14, 1994.
Minneapolis	Hand County State Bank, Miller, South Dakota -- investment in bank premises. Approved, April 15, 1994.
New York	Orange County Trust Company, Middletown, New York -- investment in bank premises. Approved, April 15, 1994.
Kansas City	Pioneer Bank of Longmont, Longmont, Colorado -- investment in bank premises. Approved, April 12, 1994.
San Francisco	Sun City Bank, Sun City, Arizona -- investment in bank premises. Returned, April 13, 1994.
Chicago	Templeton Savings Bank, Templeton, Iowa -- investment in bank premises. Approved, April 13, 1994.

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

BANKS, STATE MEMBER

Chicago	Prairie Bank and Trust Company, Bridgeview, Illinois -- to establish a trust department. Approved, April 12, 1994.
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CAPITAL STOCK

Chicago	Antioch Bancshares, Inc., Antioch, Illinois -- redemption of shares. Approved, April 14, 1994.
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CHANGE IN BANK CONTROL

Chicago	Blanchardville Financial Services, Inc., Blanchardville, Wisconsin -- change in bank control. Permitted, April 12, 1994.
Kansas City	City Bancshares, Inc., Oklahoma City, Oklahoma -- change in bank control. Permitted, April 12, 1994.
San Francisco	Cowlitz Bancorporation, Longview, Washington -- change in bank control. Permitted, April 12, 1994.
Philadelphia	Garden State Bancshares, Inc., Jackson, New Jersey -- change in bank control. Permitted, April 11, 1994.
Kansas City	Union Bank Corporation, Upton, Wyoming -- change in bank control. Permitted, April 12, 1994.

COMPETITIVE FACTORS REPORTS

Secretary	Anchor Savings Bank, FSB, Hewlett, New York, proposed purchase and assumption of certain assets and liabilities of The East New York Savings Bank, Brooklyn, New York -- report on competitive factors. Submitted, April 15, 1994.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

Kansas City	Bank Midwest, N.A., Maryville, Missouri, proposed merger with Truman Bank and Trust Company, Grandview, Missouri -- report on competitive factors. Submitted, April 14, 1994.
San Francisco	California Federal Bank, A Federal Savings Bank, Los Angeles, California, proposed merger with Hawthorne Savings and Loan Association, Hawthorne, California -- report on competitive factors. Submitted, April 15, 1994.
Boston	Compass Bank for Savings, New Bedford, Massachusetts, proposed reorganization as a Massachusetts-chartered mutual bank holding company, to be known as Compass Bancorp, and establishment of a subsidiary savings bank to be known as Compass Bank for Savings -- report on competitive factors. Submitted, April 13, 1994.
Cleveland	Fifth Third Bank of Columbus, Columbus, Ohio, proposed purchase of assets and assumption of the liabilities of four Ohio branches of Citizens Federal Bank, FSB, Miami, Florida -- report on competitive factors. Submitted, April 13, 1994.
Cleveland	Fifth Third Bank of Southern Ohio, Hillsboro, Ohio, proposed purchase of the assets and assumption of the liabilities of the Chillicothe, Ohio, branch of Citizens Federal Bank, FSB, Miami, Florida -- report on competitive factors. Submitted, April 13, 1994.
Richmond	First State Bank & Trust, Rainelle, West Virginia, proposed merger with First National Bank, Beckley, West Virginia -- report on competitive factors. Submitted, April 11, 1994.
Richmond	First-Citizens Bank & Trust Company, Raleigh, North Carolina, proposed merger with Edgecombe Interim Bank, Tarboro, North Carolina -- report on competitive factors. Submitted, April 11, 1994.

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

COMPETITIVE FACTORS REPORTS

Chicago	Firststar Bank Milwaukee, National Association, Milwaukee, Wisconsin, proposed merger with Firststar Bank Racine, Wisconsin -- report on competitive factors. Submitted, April 11, 1994.
Dallas	FirstBanc Savings Association of Texas, Missouri City, Texas, proposed merger with Kingwood Bank, National Association, Kingwood, Texas -- report on competitive factors. Submitted, April 14, 1994.
Chicago	M&I Bank of Oconomowoc, Oconomowoc, Wisconsin, proposed merger with M&I Lake County National Bank, Hartland, Wisconsin, and M&I Greater Waukesha Bank of Waukesha, Wisconsin -- report on competitive factors. Submitted, April 13, 1994.
Dallas	New Bedford Bank, Bedford, Texas, proposed merger with Bedford National Bank -- report on competitive factors. Submitted, April 12, 1994.
Secretary	St. Louis Bank for Savings, National Association, Duluth, Minnesota, proposed merger with First Bank National Association, Minneapolis, Minnesota -- report on competitive factors. Submitted, April 14, 1994.
Kansas City	Vian State Bank, Vian, Oklahoma, proposed merger with Lake Country Bank, Webbers Falls, Oklahoma -- report on competitive factors. Submitted, April 13, 1994.
Atlanta	Westside Bank & Trust Company, Kennesaw, Georgia -- to merge with Westside Interim Corporation -- report on competitive factors. Submitted, April 13, 1994.

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

EXTENSIONS OF TIME

San Francisco	First Security Corporation, Salt Lake City, Utah -- extensions to divest certain properties. Granted, April 14, 1994.
Atlanta	Kislak Financial Corporation, Miami Lakes, Florida -- extension to July 14, 1994, to acquire Kislak National Bank, North Miami, Florida Granted, April 14, 1994.
Atlanta	SunTrust Banks, Inc., Atlanta, Georgia -- extension to August 7, 1994, to acquire shares of Peoples Bank of Lakeland, Lakeland, Florida. Granted, April 12, 1994.
San Francisco	Wells Fargo & Company, San Francisco, California -- extension to divest certain property. Granted, April 14, 1994.

MEMBERSHIP

Richmond	First Bank, Strasburg, Virginia -- to become a member of the Federal Reserve System. Approved, April 12, 1994.
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RESERVE BANK OPERATIONS

Director, FRBO	Federal Reserve Bank of Cleveland -- to lease check reader sorters. Approved, April 13, 1994.
Director, FRBO	Federal Reserve Bank of Kansas City -- to proceed with renovation at the Oklahoma City Branch. Approved, April 13, 1994.
Director, FRBO	Federal Reserve Bank of Philadelphia -- to purchase containers to store currency and food coupons. Approved, April 14, 1994.

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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
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RESERVE BANK OPERATIONS

Director, FRBO Federal Reserve Bank of San Francisco -- to proceed with renovation projects at the Salt Lake City Branch.
Approved, April 12, 1994.

RESERVE BANK SERVICES

Director, FRBO Federal Reserve Bank of Chicago -- to modify the weekend Other Fed deposit products at the Chicago office.
Approved, April 13, 1994.

Director, FRBO Federal Reserve Bank of Dallas -- to implement an image-enhanced truncation service.
Approved, April 12, 1994.

Director, FRBO Federal Reserve Bank of Richmond -- to offer an incoming transportation relay from the Hagerstown, Maryland, area to the Baltimore office, with waiver of the 30-day announcement period.
Approved, April 13, 1994.

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

BANK HOLDING COMPANIES

New York	Creditanstalt-Bankverein, Vienna, Austria -- to engage de novo in making and servicing loans through Creditanstalt Corporate Finance, Inc., Westport, Connecticut. Permitted, April 8, 1994.
Philadelphia	Financial Trust Corp., Carlisle, Pennsylvania -- to acquire certain assets and assume certain liabilities of Homestead Federal Savings Association, Middletown, Pennsylvania. Approved, April 8, 1994.

BANK PREMISES

Philadelphia	Laurel Bank, Ebensburg, Pennsylvania -- investment in bank premises. Approved, April 8, 1994.
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CAPITAL STOCK

New York	Bank of New York, New York, New York -- redemption of shares. Approved, April 8, 1994.
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COMPETITIVE FACTORS REPORTS

Boston	Shawmut Bank, N.A., Boston, Massachusetts, proposed acquisition of certain branches of Northeast Savings F.A., Hartford, Connecticut -- report on competitive factors. Submitted, April 6, 1994.
Boston	Shawmut Bank of Connecticut, N.A., Hartford, Connecticut, proposed acquisition of certain branches of Northeast Savings, F.A. -- report on competitive factors. Submitted, April 6, 1994.

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APRIL 11, 1994 TO APRIL 16, 1994
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ADDITIONS AND CORRECTIONS

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

EXTENSIONS OF TIME

Chicago

Success Bancshares, Inc. (formerly Lincolnshire Bancshares, Inc.), Lincolnshire, Illinois -- extension to June 17, 1994, to purchase loan participations from their banking subsidiary. Granted, April 8, 1994.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

<u>Application</u>	<u>Comment Period Ending Date</u>
Peoples Heritage Financial Group, Inc., Portland, Maine - 5(d)(3) application to acquire Mid Maine Savings Bank, FSB, Auburn, Maine	<u>Newspaper</u> Not Yet Established

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 ONLY

NONE

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

<u>Application</u>

NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

<u>Institution</u>	<u>Examination Date</u>	<u>Rating**</u>
		NONE

*Subject to CRA.

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

Federal Reserve Bank of New York

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

Fleet Bank, Melville, New York to establish branches at locations of Vets International Armored Car, Inc. at JFK Terminal, Cargo Building 68, Jamaica; Brooklyn Terminal, 100 Dobbins Street, Brooklyn; and Long Island Terminal, 30 East Ames Court, Plainview; all in New York.1/ 5/11/94

Chemical Bank, New York, New York to establish branches at The Waldorf Astoria, 301 Park Avenue and The New York Eye and Ear Infirmary, 310 East 14th Street, both in New York, New York.1/ 5/14/94

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

None.

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

Union Bank of Switzerland, Zurich, Switzerland to acquire substantially all of the assets of Timberland Resources, Inc., West Lebanon, New Hampshire, and thereby engage in investment advisory and management activities. N/A

J.P. Morgan & Co., Incorporated, New York, New York, through its wholly-owned subsidiary, Morgan Community Development Corporation, to retain its 39.8 percent limited partnership interest in Henry Phipps Plaza South Associates, New York, New York, and to augment that interest by acquiring from the Resolution Trust Corporation an additional 14.8 limited partnership interest previously held by Carteret Savings Bank, and thereby engage in community development activities. N/A

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 April 16, 1994

NAME OF BANK

RATING

EXAMINATION DATE

None.

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

MESSAGE DISPLAY FOR BARBARA BRUER

To Notify

From: Lily Tham Host: BANKSUP1
Postmark: Apr 15, 94 4:29 PM Delivered: Apr 15, 94 4:29 PM
Status: Previously read
Subject: InfiNet draft returned 4/15/94

Message:

Letter reviewing the InfiNet draft application was sent out today
4/15/94. Jay Bernstein signed the letter.

-----X-----

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

None

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

CoreStates Financial Corp, Philadelphia, PA, requests approval to acquire 100% of the voting shares of New Clayton Bank, Wilmington, DE , pursuant to Section 3(a)(3) of the BHC Act.

Newspaper Comment Period expires:	5/09/94
Fed. Register comment period expires:	N/A

Keystone Financial, Inc., Harrisburg, Pennsylvania requests approval to acquire 100% of The Frankford Corporation, Philadelphia, Pennsylvania, and thereby indirectly acquire Frankford Trust Company, Philadelphia, Pennsylvania, pursuant to Section 3(a)(5) of the Bank Holding Company Act.

Newspaper Comment Period expires:	5/10/94
Fed. Register comment period expires:	5/12/94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

None.

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 April 15, 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 April 16, 1994**

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

NONE

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

Received Section 4(c)(8) application from * Not Yet Known #
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.

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

Received Section 4(c)(8) application from Not Yet Known #
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.

Received Section 4(c)(8) application from May 3, 1994
Mellon Bank Corporation, Pittsburgh, Pennsylvania,
on March 30, 1994, to acquire Belden and
Associates Investment Counsel, San Francisco,
California.

Received Section 4(c)(8) application from Not Yet Known #
Northwest Bancorp, Inc., Warren, Pennsylvania,
to acquire certain non-bank subsidiaries of
Northwest Savings Bank, Warren, Pennsylvania.

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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.

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

NONE

AVAILABILITY OF CRA PUBLIC EVALUATIONS
(April 15, 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 April 15, 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.

The Dime Bank
200 Putnam Street
Marietta, Ohio 45750
(614) 373-0237
Rating: Satisfactory
Exam Date: February 22, 1994

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

Application

Comment Period Ending Date

First-Citizens BancShares, Inc., Raleigh,
North Carolina, to have its subsidiary,
First-Citizens Bank & Trust Company, Raleigh,
North Carolina, merge with Edgecombe Home-
stead Savings Bank, SSB, Tarboro, North
Carolina.*

4-29-94

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

Application

Comment Period Ending Date

FNB Corp., Asheboro, North Carolina,
to acquire Home Savings Bank of Siler
City, SSB, Siler City, North Carolina.*

5-9-94

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

None.

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

Application

Chesapeake Bank, Kilmarnock, Virginia
(the proposed successor to Chesapeake
National Bank), for membership in the
Federal Reserve System.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending April 15, 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.

Examination

Date

Rating

Bank of Carroll
145 North Main Street
Hillsville, Virginia 24343

1-31-94

Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending April 15, 1994

Section 1 - Applications Subject to Newspaper Notice Only

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

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

<u>Application</u>	<u>Comment Period Ending Date</u>
FCB Bancshares, Inc. Good Hope, Alabama 1-BHC formation, First Commercial Bank of Cullman County, Good Hope, Alabama.	Not yet available*
Bank South Corporation Atlanta, Georgia To merge with Citizens Express Company, Gainesville, Georgia, and thereby directly acquire The Citizens Bank, Gainesville, Georgia, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Not yet available*
Hibernia Corporation New Orleans, Louisiana To merge with First Bancorp of Louisiana, Inc., West Monroe, Louisiana, and thereby directly acquire its bank subsidiaries, First National Bank, West Monroe, Louisiana, and Southern National Bank at Tallulah, Tallulah, Louisiana, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

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

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending April 15, 1994

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

Application

The Bankers Bank
Atlanta, Georgia
Request for increase in bank premises.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending April 15, 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

None.

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/24A	Comerica Bank-Illinois Skokie, Illinois Northeast Corner of Milwaukee Avenue & Old Half Day Road Lincolnshire, Illinois & Invest \$1,926,000 in Land	N - 4-18-94
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 - 4-29-94
Oakar	Shoreline Financial Corporation Benton Harbor, Michigan South Haven Branch of Great Lakes Bancorp, South Haven, Michigan*	N - 4-13-94
Merger/Branch	M&I Marshall & Ilsley Bank Milwaukee, Wisconsin Valley Bank Milwaukee, Milwaukee, Wisconsin M&I Greater Milwaukee Bank, Milwaukee, Wisconsin M&I Wauwatosa State Bank, Wauwatosa, Wisconsin and to establish 17 branches	N - **
Branch	State Bank of Freeport Freeport, Illinois 6833 Stalter Drive Rockford, Illinois	N - **
Branch	First Bank North Freeport, Illinois 3957 N. Mulford Road Rockford, Illinois	N - 4-25-94
Branch	The Northern Trust Company Chicago, Illinois West Pullman School 11941 South Parnell Chicago, Illinois	N - 5-05-94

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only
Continued

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
Oakar	Chemical Bank and Trust Company Freeland, Michigan Freeland, Michigan Office of Standard Federal Bank Troy, 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>
CoC-HC	Veedersburg Bank Corp. Veedersburg, Indiana Stephen A. Songer	FR - 3-31-94 N - **
Y-1	First Ozaukee Capital Corp. Cedarburg, Wisconsin First Ozaukee Savings Bank Cedarburg, Wisconsin*	FR - 4-15-94 N - **
Y-1	TSB Financial, Inc. Tremont, Illinois Tremont Savings Bank Tremont, Illinois*	FR - 4-15-94 N - 4-8-94
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 - **
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 - 4-28-94 N - **
Y-2	Commercial Financial Corp. Storm Lake, Iowa Central Trust Investment, Inc. Cherokee, Iowa Central Trust and Savings Bank Cherokee, Iowa*	FR - 4-25-94 N - **
Y-2	Northern Trust of Florida Corporation Chicago, Illinois Beach One Financial Services, Inc. Vero Beach, Florida The Beach Bank of Vero Beach Vero Beach, Florida*	FR - 5-2-94 NP - 4-28-94

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	Northern Trust Corporation Chicago, Illinois Beach One Financial Services, Inc. Vero Beach, Florida The Beach Bank of Vero Beach Vero Beach, Florida*	FR - 5-2-94 NP - 4-28-94
CoC-HC	Spring Bancorp, Inc. Springfield, Illinois Jack A. Marantz & Tom E. Marantz	FR - 5-09-94 NP - **
Y-1	Second Fourth Street Financial Corp. Pekin, Illinois Herget Financial Corp. Pekin, Illinois Herget National Bank of Pekin Pekin, Illinois*	FR - 5-12-94 NP - **
Y-2	Heritage Financial Services Tinley Park, Illinois Midlothian State Bank Midlothian, Illinois*	FR - 5-12-94 NP - **
Y-1	Capital Commerce Bancorp, Inc. Milwaukee, Wisconsin Western Bancshares, Inc. Milwaukee, Wisconsin Milwaukee Western Bank Milwaukee, Wisconsin*	FR - ** NP - 5-6-94
Y-2	Capitol Bancorp, LTD. Lansing, Michigan Financial Center Corporation Holland, Michigan Paragon Bank Holland, Michigan	FR - 2-25-94 NP - 5-14-94
Y-2	Chemical Financial Corporation Midland, Michigan Standard Federal Bank Troy, Michigan	FR - ** N - **
CoC-HC	Peoples Bancorp, Inc. Prairie Du Chien, Wisconsin Thomas F. Farrel	FR - ** N - 5-01-94

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>
Y-4	First Colonial Bankshares Corporation Chicago, Illinois First Colonial Investment Services Elmhurst, Illinois	FR - 4-11-94
Y-4	Heartland Financial USA, Inc. Dubuque, Iowa Keokuk Bankshares Inc. Keokuk, Iowa First Community Bank, A Federal Savings Bank Keokuk, Iowa	FR - 4-15-94
Y-4	First Waukegan Corporation Gurnee, Illinois Hometown Finance Corporation Glenview, Illinois	FR - 4-18-94
4 (c) (8)	First Ozaukee Capital Corp. Cedarburg, Wisconsin Engage in making, acquiring or servicing loans	FR - 4-15-94
4 (c) (8)	Valley Financial Corp. Caro, Michigan Engage in the sale of general insurance	FR - 4-18-94
4 (c) (8)	Barabco Bancorporation Baraboo, Wisconsin Engage <u>de novo</u> in making and servicing loans	N - **
4 (c) (8)	TSB Financial, Inc. Tremont, Illinois to engage in making, acquiring, or servicing of loans	FR - 4-15-94
4 (c) (8)	First Midwest Corporation of Delaware Elmwood Park, Illinois Midwest Trust Services Elmwood Park, Illinois	FR - 5-09-94

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>
RoS	Spring Bancorp, Inc. Springfield, Illinois Redeem 175,155 shares of its common stock
RoS	First Forest Park Corporation Forest Park, Illinois Redeem 1,634 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 April 15, 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 APRIL 15, 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 First Tennessee National Corporation, Memphis, Tennessee, to acquire Planters Bank, Tunica, Mississippi.

Newspaper: 5-16-94

Change in Control notification involving M&P Community Bancshares, Inc., Newport, Arkansas, by Mary Alice Holden, John L. Corner, Sr., and two trusts (previously reported during week ending 4-1-94).

Federal Register: 4-26-94

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 April 15, 1994

Name of Bank	Bank Address	Examination Date	Examination Rating
Peoples Bank and Loan Company	P. O. Box 280 Lewisville, Arkansas 71845	1-10-94	Satisfactory

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Valley Bank of Ronan, Ronan, MT To establish a branch in Arlee, MT*	May 7, 1994
Western Bank of Billings Billings, MT To become a member of the Federal Reserve System*	Not yet available
First Community Bank of Glasgow, Glasgow, MT To become a member of the Federal Reserve System*	May 9, 1994

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

<u>Application</u>	<u>Comment Period Ending Date</u>
HSB Financial Corporation, Harwood, ND To become a bank holding company through the acquisition of 97.6% of the voting shares of Harwood State Bank, Harwood, ND*	Not yet available
G.B. Financial Services Greenbush, MN To acquire 60% of Greenbush Bancshares, Inc., a holding company owning 97% of Greenbush	April 30, 1994 (Newspaper)

*Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
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.*	April 28, 1994 (Federal Register)

*Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section III - Applications Subject
to Federal Register Notice Only

Comment Period
Ending Date

Application

Otto Bremer Foundation,
St. Paul, MN and Bremer
Financial Corporation,
St. Paul, MN
To engage de novo in
leasing real property

Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section IV - Applications Not Subject to
Federal Register Notice or Newspaper Notice

Application

Hand County Bank, Miller, SD
To invest \$50,000 in bank
premises

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending April 15, 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
Farmers State Bank of Denton 423 Broadway, Box 1047 Denton, MT 59430 (406) 567-2265	January 19, 1994	Outstanding
Hand County State Bank 131 N. Broadway, Box 126 Miller, SD 57362 (605) 853-3051	January 3, 1994	Outstanding

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Stockgrowers State Bank, Worland, Wyoming, for prior approval to become a member of the Federal Reserve System.	Not Available

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

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Consolidated Equity Corporation, Purcell, Oklahoma, for prior approval to become a bank holding company through the acquisition of 100 percent of American Interstate Bancshares, Inc., Woodward, Oklahoma, 85.89 percent of the voting shares of American National Bank, Woodward, Oklahoma, and 98.27 percent of First American Bank & Trust Co., Purcell, Oklahoma.8	Not Available
James Levendofsky, Belleville, Kansas, for prior approval to increase his proportionate ownership interest in Peoples Bancorp of Belleville, Inc., Belleville, Kansas, from 18 percent to 32.35 percent.	Not Available
George H. Waite, III, Rose Hill, Kansas, for prior approval to increase his proportionate ownership interest in Rose Hill Bancorp, Inc., Rose Hill, Kansas, from 13.7 percent to 36.8 percent.	Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Consolidated Equity Corporation, Purcell, Oklahoma, for prior approval to retain mortgage and other notes receivable.	Not Available

McClain County Bancorporation, Inc.,
Purcell, Oklahoma, for prior approval
to perform the offering of general
insurance products.

Not Available

First Ainsworth Company, Ainsworth,
Nebraska, for prior approval to
acquire the assets of The Kulek
Insurance Agency, Ainsworth,
Nebraska, and 80 percent of The First
National Agency of Ainsworth, Inc.,
Ainsworth, Nebraska, and to engage in
certain nonbanking activities.

May 20, 1994

**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.

Federal Reserve Bank of Kansas City

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>
Bank of Holden 123 West 2nd Holden, Missouri 64040-1322	01-07-94	04-11-94	Outstanding
Boswell State Bank P.O. Box 89 Boswell, Oklahoma 74727-0089	01-10-94	04-11-94	Satisfactory
Castle Rock Bank 501 Wilcox Street Castle Rock, Colorado 80104-1736	01-03-94	04-13-94	Outstanding

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF APRIL 11, 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
Dorothy Lord Estate Trust, Georgetown, TX, and
Mr. W. Grogan Lord, Hearne, TX, as trustee
to acquire an interest in First Texas Bancorp,
Inc., Georgetown, TX

N/A

Change in Control Notice by
Terry P. Gilmore, San Marcos, TX, to acquire an
interest in S.B.T. Bancshares, Inc., San Marcos, TX
(Previously reported during the week of 3-21-94)

94/04/20

*Section 3(a)(1) application by
Thirddier, Inc., Wilmington, DE, to acquire
Olney Bancorp of Delaware, Inc., Wilmington, DE; Olney
Bancshares, Inc., Olney, TX; First Coleman National Bank,
Coleman, TX; Graham National Bank, Graham, TX; The First
National Bank of Olney, Olney, TX; and Farmers National
Bank, Seymour, TX
(Previously reported during the week of 3-28-94)

94/05/09

*Section 3(a)(1) application by
Olney Bancshares of Texas, Inc., Olney, TX, to acquire
Thirddier, Inc., Wilmington, DE; Olney Bancorp of Delaware,
Inc., Wilmington, DE; Olney Bancshares, Inc., Olney, TX;
First Coleman National Bank, Coleman, TX; Graham National
Bank, Graham, TX; The First National Bank of Olney, Olney,
TX; and Farmers National Bank, Seymour, TX
(Previously reported during the week of 3-28-94)

94/05/09

**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 APRIL 11, 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>
None.		

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 4/15/94

Section I - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

Heritage Bank of Nevada (In Organization),
Reno, Nevada, to become a member of the
Federal Reserve System. *

Newspaper: Not available

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

First Commercial Bank, Taipei, Taiwan, to become
a bank holding company by acquiring FCB Taiwan
California Bank, location to be determined. *

Newspaper: Not yet published

Fed. Reg.: Not available

Section III - Applications Subject to Federal Register Notice Only

BWC Financial Corp., Walnut Creek, California, to
acquire BWC Real Estate Inc., which will in turn
own 51 percent of BWC Mortgage Services, a joint
venture.

Fed. Reg.: 5/12/94

The Sumitomo Bank, Limited, Osaka, Japan, to engage
de novo in providing advice, including rendering
fairness options and providing valuation services
in connection with mergers, acquisitions, divestitures,
joint ventures, leveraged buyouts, recapitalizations,
capital structurings and financing transactions and
conducting financial feasibility studies through
Sumitomo Bank Leasing and Finance, Inc., New York,
New York.

Fed. Reg.: 5/10/94

The Sumitomo Bank, Limited, Osaka, Japan, to engage
de novo in leasing personal property, or acting as
an agent, broker or advisor in leasing such property
in which the lessor relies on an estimated residual
value of property in excess of 25 percent through
Sumitomo Bank Leasing and Finance, Inc., New York,
New York.

Fed. Reg.: 5/10/94

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 4/15/94

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during the week ending April 15, 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>
Caliber Bank	3800 N. Central Ave. Phoenix, AZ 85067 (602) 640-9400	2/22/94	Satisfactory
Guardian Bank	800 S. Figueroa St. Los Angeles, CA 90017 (213) 239-0800	2/25/94	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.