

ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1994, No. 27
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending July 2, 1994

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Banc One Corporation, Columbus, Ohio -- request for reconsideration of the Board's approval of the applications to acquire Liberty National Bancorp, Inc., Louisville, Kentucky, and its banking and nonbanking subsidiaries.

Denied, June 28, 1994.

CNB Bancshares, Inc., Evansville, Indiana -- request for reconsideration of the Board's approval of the application to acquire Union Bank & Trust Company, Morganfield, Kentucky, the Morganfield, Kentucky branch of First Federal Savings Bank of Kentucky, Madisonville, Kentucky, and CNB Bank of Kentucky, Shively, Kentucky.

Denied, June 28, 1994.

First Union Corporation, Charlotte, North Carolina -- to acquire BancFlorida Financial Corporation, Naples, Florida, and BancFlorida, a Federal Savings Bank, and for First Union National Bank of Florida, Jacksonville, Florida, to acquire BancFlorida.

Approved, July 1, 1994.

Meridian Bancorp, Inc., Reading, Pennsylvania -- to engage de novo in investment advisory and private placement activities through McGlinn Capital Management, Inc., Wyomissing, Pennsylvania.

Permitted, June 27, 1994.

NorthWest Indiana Bancorp, Munster, Indiana -- to acquire Peoples Bank SB.

Approved, July 1, 1994.

Norwest Corporation, Minneapolis, Minnesota -- to acquire Copper Bancshares, Inc., Silver City, New Mexico.

Approved, July 1, 1994.

Norwest Corporation, Minneapolis, Minnesota -- to acquire LaPorte Bancorp, Hammond, Indiana, and LaPorte Bank and Trust Company, LaPorte, Indiana.

Approved, July 1, 1994.

H.2
JUNE 27, 1994 TO JULY 1, 1994
PAGE 2

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

United Bancorporation, Osseo, Wisconsin -- to acquire Cambridge State Bank, Cambridge, Wisconsin, Lincoln County Bank, Merrill, Wisconsin, United Bank, Osseo, Wisconsin, Bank of Poynette, Poynette, Wisconsin, Farmers & Merchants State Bank, Iroquois, South Dakota, Farmers State Bank, Stickney, South Dakota, and Clarke County State Bank, Osceola, Iowa.
Approved, June 27, 1994.

ENFORCEMENT

Arrow Financial Corporation, Glens Falls, New York, and Arrow Vermont Corporation, Rutland, Vermont -- written agreement dated July 22, 1992, terminated May 14, 1994.
Announced, June 27, 1994.

Baltimore Bancorp, Baltimore, Maryland -- written agreement dated July 31, 1992, terminated April 20, 1994.
Announced, June 27, 1994.

Midwest Securities Trust Company, Chicago, Illinois -
- cease and desist order dated October 29, 1992, terminated May 26, 1994.
Announced, June 27, 1994.

INTERNATIONAL OPERATIONS

Bankers International Corporation, New York, New York -- to invest in BT Securities Ltd., Sydney, Australia.
Permitted, July 1, 1994.

Republic National Bank of New York, New York, New York -- to establish a branch in Sao Paulo, Brazil.
Permitted, July 1, 1994.

Star Bank, N.A., Cincinnati, Ohio -- to establish a shell branch in Grand Cayman, British West Indies.
Approved, June 27, 1994.

H.2
JUNE 27, 1994 TO JULY 1, 1994
PAGE 3

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

MEMBERSHIP

AmSouth Bank, Birmingham, Alabama (formerly AmSouth Bank, N.A.) -- to become a member of the Federal Reserve System.
Approved, July 1, 1994.

REGULATIONS AND POLICIES

Regulation T, Credit by Brokers and Dealers, request for comment concerning settlement of securities purchases and the status of certain brokers and government securities transactions (Docket R-0840).
Approved, June 27, 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 of Craig County, New Castle, Virginia -- to establish a drive-in facility on the northwest corner of Walnut Street and Court Street. Approved, June 27, 1994.
Dallas	First Bank Pearland, Pearland, Texas -- to establish a branch at 2624 Mchard Road. Approved, June 29, 1994.
Chicago	NAB Bank, Chicago, Illinois -- to establish a branch at 8301 Case Avenue, Darien, Illinois. Approved, June 27, 1994.
Cleveland	Provident Bank, Cincinnati, Ohio -- to establish a branch at 1260 Ohio Pike, Amelia, Ohio. Approved, June 28, 1994.
Chicago	State Bank of Freeport, Freeport, Illinois -- to establish a branch at 6833 Stalter Drive, Rockford, Illinois. Approved, June 30, 1994.

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

BANK BRANCHES, DOMESTIC

Secretary	West One Bank, Idaho, Boise, Idaho -- to establish an offsite electronic facility in McCall, Idaho. Approved, June 27, 1994.
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BANK HOLDING COMPANIES

Chicago	ABN AMRO Holding N.V., Amsterdam, The Netherlands, ABN AMRO Bank, N.V., Stichting Administratiekantoor ABN AMRO Holding, and Stichting Prioriteit ABN AMRO Holding -- to engage de novo in leasing activities through Lease Plan (U.S.A), Inc. Permitted, July 1, 1994.
St. Louis	Arvest Bank Group, Inc., Bentonville, Arkansas -- to acquire First Bancshares, Inc., Bartlesville, Oklahoma, and WestStar Bank; and WestStar Bank, Tulsa, Oklahoma. Approved, July 1, 1994.
Kansas City	Aspen Valley Bancshares, Inc., Aspen, Colorado -- to acquire Aspen Valley Bank, N.A. Withdrawn, June 28, 1994.
Cleveland	Banc One Corporation, Columbus, Ohio -- to operate a collection agency through Croghan & Associates, Inc. (dba System One). Approved, June 30, 1994.
Chicago	Bellevue State Bank Employee Stock Ownership Plan, Bellevue, Iowa -- to acquire Bellevue Service Company, and Bellevue State Bank, and engage in insurance activities. Returned, June 30, 1994.
Kansas City	Chester Insurance Agency, Inc., Chester, Nebraska -- to acquire Rose Creek, Inc., Hubbell, Nebraska. Withdrawn, June 30, 1994.
Richmond	Commercial BancShares, Incorporated, Parkersburg, West Virginia -- to merge with Hometown Bancshares, Inc., Middlebourne, West Virginia. Approved, June 30, 1994.

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

BANK HOLDING COMPANIES

Philadelphia	CoreStates Financial Corp., Philadelphia, Pennsylvania -- to acquire New Clayton Bank, Wilmington, Delaware. Approved, July 1, 1994.
Kansas City	Erick Bancshares, Inc., Erick, Oklahoma -- to acquire Erick Bancorporation, Inc. Approved, June 30, 1994.
St. Louis	FDH Bancshares, Inc., Little Rock, Arkansas -- proposal that Grant Federal Savings Bank, Sheridan, Arkansas, merge with Citizens First Bank, Little Rock, Arkansas. Approved, June 27, 1994.
St. Louis	FDH Bancshares, Inc., Little Rock, Arkansas -- to acquire New Federal Savings Bank, Sheridan, Arkansas, an interim federal savings bank. Approved, June 27, 1994.
Secretary	First Bank System, Inc., Minneapolis, Minnesota, and Colorado National Bankshares, Inc., Denver, Colorado -- to acquire Green Mountain Bancorporation, Lakewood, Colorado. Approved, June 28, 1994.
Philadelphia	First Fidelity Bancorporation, Lawrenceville, New Jersey -- to acquire First Inter-Bancorp Inc., Fishkill, New York, and Mid-Hudson Savings Bank, FSB. Approved, July 1, 1994.
Atlanta	First National Bancorp, Gainesville, Georgia -- to merge with Barrow Bancshares, Inc., Winder, Georgia, and acquire Barrow Bank & Trust. Approved, June 30, 1994.
Chicago	First of America Bank Corporation, Kalamazoo, Michigan -- to engage in full service brokerage and underwriting and dealing in securities through First of America Securities, Inc. Approved, June 30, 1994.

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

BANK HOLDING COMPANIES

Cleveland	F.N.B. Corporation, Hermitage, Pennsylvania -- proposal that the Shenango Valley Mall banking office of Dollar Savings Association, New Castle, Pennsylvania, be transferred to First National Bank of Pennsylvania, Greenville, Pennsylvania. Approved, June 28, 1994.
Chicago	FSB Bancorp, Inc., Breckenridge, Michigan, and Farmers State Bank of Breckenridge -- to acquire the Hemlock, Michigan, branch of Standard Federal Bank, Troy, Michigan. Approved, July 1, 1994.
Atlanta	Hibernia Corporation, New Orleans, Louisiana -- to merge with First Bancorp of Louisiana, Inc., West Monroe, Louisiana, and acquire First National Bank, West Monroe, Louisiana, and Southern National Bank at Tallulah, Tallulah, Louisiana. Approved, July 1, 1994.
Atlanta	Hibernia Corporation, New Orleans, Louisiana -- to merge with First Continental Bancshares, Inc., Gretna, Louisiana, and acquire First National Bank of Jefferson Parish. Approved, July 1, 1994.
Chicago	How-Win Development Company, Cresco, Iowa -- to engage de novo in lending activities or extensions of credit through Cresco Insurance Agency, Inc. Returned, June 27, 1994.
New York	Hubco, Inc., Union City, New Jersey -- to merge with Washington Bancorp, Inc., Hoboken, New Jersey, and acquire Washington Savings Bank. Withdrawn, July 1, 1994.
New York	Hudson City Bancorp, Inc., Paramus, New Jersey -- to acquire the successor by merger to Hudson City Savings Bank. Withdrawn, June 29, 1994.

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

BANK HOLDING COMPANIES

New York	J.P. Morgan & Co., Incorporated, New York, New York - - to invest in the New York Equity Fund 1993 Limited Partnership. Approved, June 29, 1994.
Secretary	Keystone Financial, Inc., Harrisburg, Pennsylvania -- proposal that Northern Central Bank, Williamsport, Pennsylvania, acquire the Sayre, and Towanda, Pennsylvania, branches of Citizens Savings Association, Clarks Summit, Pennsylvania. Approved, July 1, 1994.
Dallas	Northeast Bancshares, Inc., Mesquite, Texas -- to acquire Northeast Bancshares-Delaware, Inc., Wilmington, Delaware, and Northeast National Bank, Mesquite, Texas. Returned, June 28, 1994.
Dallas	Northeast Bancshares-Delaware, Inc., Wilmington, Delaware -- to acquire Northeast National Bank, Mesquite, Texas. Returned, June 28, 1994.
Richmond	Potomac Bancshares, Inc., Charles Town, West Virginia -- to acquire Bank of Charles Town. Approved, June 29, 1994.
Atlanta	Regions Financial Corporation, Birmingham, Alabama -- to merge with First Community Bancshares, Inc., Rome, Georgia, and acquire First Rome Bank. Approved, July 1, 1994.
Chicago	Republic Bancorp, Inc., Ann Arbor, Michigan -- to retain shares of Horizon Savings Bank, Beachwood, Ohio. Approved, June 30, 1994.
Secretary	Security Capital Bancorp, Salisbury, North Carolina - - to acquire First Charlotte Interim Bank, Charlotte, North Carolina. Approved, June 30, 1994.

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

BANK HOLDING COMPANIES

Boston	Shawmut National Corporation, Hartford, Connecticut - - to expand the area of Shawmut Investment Advisers, Inc., Boston, Massachusetts, to the Western hemisphere. Approved, June 27, 1994.
St. Louis	Summit Bancshares, Ltd., Olney, Illinois -- to acquire First National Bank in Olney. Approved, July 1, 1994.
Atlanta	Triangle Bancorporation, Berry, Alabama -- to acquire the Bank of Carbon Hill, Carbon Hill; Bank of Berry, Berry; and Bank of Parrish, Parrish, Alabama. Approved, July 1, 1994.

BANK MERGERS

Chicago	M&I Marshall & Isley Bank, Milwaukee, Wisconsin -- to merge with Valley Bank Milwaukee; M&I Greater Milwaukee Bank, and M&I Wauwatosa State Bank, Wauwatosa, Wisconsin, and to establish 20 branches. Approved, June 28, 1994.
Secretary	Peoples Bank and Trust of the Cumberlands, Cookeville, Tennessee -- to acquire certain assets and assume certain liabilities of the Cookeville, Tennessee, branch of Trans Financial Bank of Tennessee, F.S.B. Approved, June 27, 1994.
Secretary	Security Capital Bancorp, Salisbury, North Carolina, or Security Bank and Trust Company -- determination that application is not required to acquire First Charlotte Interim Bank, Charlotte, North Carolina. Granted, June 30, 1994.

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

BANK PREMISES

New York	Chemical Bank, New York, New York -- investment in bank premises. Approved, June 29, 1994.
Chicago	Comerica Bank-Illinois, Franklin Park, Illinois -- investment in bank premises. Returned, June 30, 1994.
Minneapolis	Farmers State Bank, Victor, Montana -- investment in bank premises. Approved, June 28, 1994.
Chicago	Iowa State Bank and Trust Company, Fairfield, Iowa -- investment in bank premises. Returned, June 29, 1994.
Cleveland	Marblehead Bank, Marblehead, Ohio -- investment in bank premises. Approved, June 28, 1994.
Chicago	NAB Bank, Chicago, Illinois -- investment in bank premises. Approved, June 27, 1994.
St. Louis	River Valley Bank and Trust, Lavaca, Arkansas -- investment in bank premises. Approved, June 30, 1994.

BANKS, FOREIGN

New York	Banco Santander, S.A., Santander, Spain -- to acquire First InterBancorp Inc., Fishkill, New York, and Mid-Hudson Savings Bank, FSB. Approved, July 1, 1994.
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BANKS, STATE MEMBER

New York	Bankers Trust Company, New York, New York -- to engage in commodity-linked transactions that a state member bank does not have the authority to purchase and hold directly (other than transactions entered on a perfectly matched basis).. Approved, June 30, 1994.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANKS, STATE MEMBER

Chicago	Central State Bank, Muscatine, Iowa -- payment of a dividend. Approved, June 30, 1994.
New York	Chemical Bank, New York, New York -- to continue to engage in commodity-linked and equity-linked transactions that a state member bank does not have authority to purchase and hold directly (other than transactions entered on a perfectly matched basis). Approved, June 30, 1994.
Kansas City	Citizens Bank and Trust Company, Okmulgee, Oklahoma - - payment of a dividend. Approved, June 29, 1994.
New York	Morgan Guaranty Trust Company of New York, New York, New York -- to continue to engage in commodity-linked transactions that a state member bank does not have the authority to purchase and hold directly. (other than transactions entered on a perfectly matched basis). Approved, June 30, 1994.

CAPITAL STOCK

Chicago	Hillside Development Corporation, Hillside, Illinois -- redemption of shares. Returned, June 29, 1994.
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CHANGE IN BANK CONTROL

Dallas	First Bancshares of Texas, Inc., Tomball, Texas -- change in bank control. Permitted, July 1, 1994.
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COMPETITIVE FACTORS REPORTS

Chicago	American Bank, Fond du Lac, Wisconsin, proposed purchase of the assets and assumption of the liabilities of the Brownsville branch of Valley Bank East Central, Kewaskum, Wisconsin -- report on competitive factors. Submitted, June 30, 1994.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

Cleveland	Bourbon Agricultural Deposit Bank & Trust Company, Paris, Kentucky -- to acquire certain assets and assume certain liabilities for two Clark County branches of Bank One, Lexington, N.A., Lexington, Kentucky. Submitted, June 30, 1994.
Boston	Compass Bank for Savings, New Bedford, Massachusetts, proposed merger with Martha's Vineyard National Bank, Vineyard Haven, Massachusetts -- report on competitive factors. Submitted, June 27, 1994.
Minneapolis	First State Federal Savings & Loan Association, Hutchinson, Minnesota, proposed merger with First Federal Savings & Loan Association at Hastings, Hastings, Minnesota -- report on competitive factors. Submitted, July 1, 1994.
St. Louis	NBC Knoxville Bank, Knoxville, Tennessee, upon conversion to a federal savings bank to be known as NBC Bank, FSB, Knoxville, Tennessee -- report on competitive factors. Submitted, June 27, 1994.
Cleveland	New Somerset Bank, Somerset, Ohio, proposed purchase of the assets and assumption of the liabilities of the Millersport, Ohio, branch of Bank One, Columbus, N.A., Columbus, Ohio -- report on competitive factors. Submitted, June 30, 1994.
St. Louis	Paloma Exchange Bank, Paloma, Illinois, proposed merger with the First National Bank in Blandinsville, Blandinsville, Illinois -- report on competitive factors. Submitted, June 29, 1994.
St. Louis	Paloma Exchange Bank, Paloma, Illinois, proposed purchase of the assets and assumption of the liabilities of Omni Bank, Hull, Illinois -- report on competitive factors. Submitted, June 29, 1994.

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

COMPETITIVE FACTORS REPORTS

Chicago	Pioneer Bank and Trust Company, River Grove, Illinois, proposed purchase of the assets and assumption of the liabilities of the 2525 North Kedzie Avenue branch of Banco Popular de Puerto Rico, Hato Rey, Puerto Rico -- report on competitive factors. Submitted, June 30, 1994.
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EXTENSIONS OF TIME

Director, BS&R	FBOP Corporation, Oak Park, Illinois -- extension to dispose of certain property. Granted, June 29, 1994.
Chicago	Horizon Bancorp Employee Stock Ownership Plan, Michigan City, Indiana, and Horizon Bancorp, -- extension to October 5, 1994, to engage de novo in acting as insurance agent or broker through Horizon Insurance Group, Inc. Granted, June 27, 1994.
Chicago	Old Kent Financial Corporation, Grand Rapids, Michigan -- extension to October 4, 1994, to engage in community development activities by investing in low income housing projects. Granted, June 29, 1994.
Dallas	Palmer Bancshares, Inc., Palmer, Texas -- extension to August 29, 1994, to acquire Palmer Bancshares of Delaware, Inc., Wilmington, Delaware, and Commercial State Bank, Palmer, Texas. Granted, July 1, 1994.
Dallas	Palmer Bancshares of Delaware, Inc., Wilmington, Delaware -- extension to August 29, 1994, to acquire Commercial State Bank, Palmer, Texas. Granted, July 1, 1994.
Minneapolis	Zappco, Inc., St. Cloud, Minnesota -- extension to September 27, 1994, to engage de novo in providing management consulting services to nonaffiliated depository institutions. Granted, June 29, 1994.

H.2
JUNE 27, 1994 TO JULY 1, 1994
PAGE 13

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

EXTENSIONS OF TIME

San Francisco Zions Bancorporation, Salt Lake City, Utah --
 extensions to divest certain properties.
 Granted, June 30, 1994.

MEMBERSHIP

Kansas City Havelock Bank, Lincoln, Nebraska -- to become a
 member of the Federal Reserve System.
 Approved, June 29, 1994.

Kansas City Stockgrowers State Bank, Worland, Wyoming -- to
 become a member of the Federal Reserve System.
 Approved, June 28, 1994.

RESERVE BANK OPERATIONS

Director, FRBO Federal Reserve Bank of Cleveland -- to lease check
 reader / sorters.
 Approved, June 30, 1994.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Government Securities Dealer Activities (FR 2004A, 2004B, 2004C, and 2004WI) -- extension with revision, with a new report FR 2004S.
Proposed, June 20, 1994.

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

BANK MERGERS

Philadelphia United Bank of Philadelphia, Philadelphia, Pennsylvania -- to purchase certain assets and assume certain liabilities of Ukrainian Federal Savings and Loan Association.
Approved, June 24, 1994.

CHANGE IN BANK CONTROL

St. Louis Capital Bancorporation, Inc., Cape Girardeau, Missouri -- change in bank control.
Permitted, June 23, 1994.

COMPETITIVE FACTORS REPORTS

St. Louis Moniteau National Bank of California, California, Missouri, proposed merger with Commerce Bank, National Association, Columbia, Missouri -- report on competitive factors.
Submitted, June 23, 1994.

Dallas Norwest Interim Bank, National Association, Silver City, New Mexico, proposed merger with The American National Bank of Silver City -- report on competitive factors.
Submitted, June 20, 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>
NONE	

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

<u>Application</u>	<u>Comment Period Ending Date</u>
Fleet Financial Group, Inc., Providence, Rhode Island, BayBanks, Inc. Boston, Massachusetts, Shawmut National Corporation, Hartford, Connecticut, Bank of Boston Corporation, Boston, Massachusetts and 6 Second District bank holding companies and 1 Third District bank holding company - 4(c)(8) application to engage in data processing and data transmission services through the joint ownership of Infinet Payment Services, Inc., the entity which would result from the proposed merger of the NYCE and Yankee 24 ATM networks	<u>Federal Register</u> Not Yet Established

*Subject to CRA.

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

Application

NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution

Examination Date

Rating**

NONE

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

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

Bank of Ayudhya Public Company Limited, Bangkok, Thailand to establish an agency in New York, New York	7/27/94
Bank Exterior de Espana, S.A., Madrid, Spain to establish a branch in New York, New York.	7/27/94
Bank of New York, New York, New York, to establish limited service branches at 440 Mamaroneck Avenue Harrison and 296 Temple Hill Road, New Windsor, both in New York.	7/23/94

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

Lakeland Bancorp, Inc., Oak Ridge, New Jersey to acquire up to 9.9 percent of the voting shares of High Point Financial Corp., Branchville, New Jersey. ¹ /	7/22/94 <u>3</u> /
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SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only),

UJB Financial Corp., Princeton, New Jersey, to acquire 100 percent of the voting shares of Palisade Savings Bank, Rigdefield, New Jersey, a federally-chartered stock savings association and to operate a savings association.	N/A
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The Bank of New York Company, Inc., New York, New York, BayBanks, Inc., Boston, Massachusetts, The Chase Manhattan Corporation, New York, New York, Chemical Banking Corporation, New York, Citicorp, New York, New York, Fleet Financial Group, Inc., Providence, Rhode Island, HSBC Holdings BV, Amsterdam, The Netherlands, Marine Midland Banks, Inc., Buffalo, New York, National Westminster Bank PLC, London, England, NatWest Holdings Inc., New York, New York, Banco Santander S.A., Santander, Spain, First Fidelity Bancorporation, Lawrenceville, New Jersey, The Bank of Boston Corporation, Boston, Massachusetts, Shawmut National Corporation, Hartford, Connecticut to engage in data processing activities through InfiNet Payment Services, Inc., Hackensack, New Jersey, the surviving company in a merger between the New York Switch Corporation, Hackensack, New Jersey, a New Jersey stock corporation which operates the NYCE electronic funds transfer ("EFT") network, and NENI Corporation, Wallingford, Connecticut, a Delaware non-stock membership corporation which operates the Yankee 24 EFT network.	N/A
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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 July 2, 1994

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
Bank of Great Neck 1010 Northern Boulevard Great Neck, New York 11021	Satisfactory	October 4, 1993

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

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

None.

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

IBS Financial Corp., Cherry Hill, New Jersey to form a bank holding company by acquiring 100% of the voting shares of Inter-Boro Savings and Loan Association, Cherry Hill, New Jersey, pursuant to Section 3(a)(1) of the Bank Holding Company Act. As part of this transaction, Inter-Boro Savings and Loan Association will convert from mutual to stock form. (Inter-Boro Savings and Loan Association is considered to be a "bank" due to its failure to comply with the Qualified Thrift Lender Test as set forth in 12 CFR Section 563.50).

Newspaper comment period expires: 7/28/94
Federal Regist. comment period expires: N/A

First Bank of Philadelphia, Philadelphia, PA requests approval of Notice submitted jointly by three individuals: Hal Jonathan Shaffer, Jerome S. Goodman and Carl Anderson Lingle, pursuant to the Change in Bank Control Act.

Newspaper comment period expires: N/A
Federal Regist. comment period expires: 7/26/94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

CoreStates Financial Corp., Philadelphia, Pennsylvania, through its 31.01% owned nonbank subsidiary, Electronic Payment Services, Inc., requests approval to acquire substantially all of the assets of Mellon Bank, N.A., Network Services Division, Pittsburgh, Pennsylvania, and certain data processing assets of National City Corporation, Cleveland, Ohio, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(7) of Regulation Y. In conjunction with the subject acquisitions, CoreStates Financial Corp. requests approval to expand the previously approved 225.25(b)(7) activities of Electronic Payment Services, Inc. to include merchant processing activities.

Federal Regist. comment period expires: N/A

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 July 1, 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

Laurel Bank
111 W. High Street
P.O. Box 299
Ebensburg, PA 15931

2/14/94

Satisfactory

**FEDERAL RESERVE BANK
OF CLEVELAND**
P. O. BOX 6387
CLEVELAND, OHIO 44101-1387

**APPLICATIONS BULLETIN
(For the week ending July 2, 1994)**

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

Received Notice of Change in Bank Control from
Mr. John E. Lawson, Mt. Sterling, Kentucky, on
June 20, 1994, of his intent to increase his
ownership position in Mount Sterling National
Holding Corporation, Mt. Sterling, Kentucky, up
to 11.90 percent.

*F:July 21, 1994

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received Section 4(c)(8) applications from Banc One,
Corporation, Columbus, Ohio; KeyCorp, Cleveland, Ohio;
National City Corporation, Cleveland, Ohio; PNC Bank
Corp., Pittsburgh, Pennsylvania; and Mellon Bank
Corporation, Pittsburgh, Pennsylvania, on June 23, 1994,
of their intent to acquire equal 16.67 percent share
interests in Electronic Payment Services, Inc.,
Wilmington, Delaware.

Not Yet Known #

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

NONE

* - Subject to CRA

N - Newspaper Comment Period

F - Federal Register Comment Period

- Expected to end approximately 30 days from date of application's receipt

- Expected to end approximately 18 days from date of application's receipt

AVAILABILITY OF CRA PUBLIC EVALUATIONS

(July 1, 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 July 1, 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>
FCNB Bank, Frederick, Maryland, to establish an Electronic Funds Transfer Facility at West Seventh Street and Military Road, Frederick, Maryland.*	7-28-94
Signet Bank/Virginia, Richmond, Virginia, to establish an Electronic Funds Transfer Facility in the Blair Building located at 8007 Discovery Drive, Richmond, Virginia.*	7-30-94
Bank of Lancaster, Kilmarnock, Virginia, to acquire certain assets and to assume certain liabilities of the Kilmarnock, Virginia, branch of TideMark Bank, Newport News, Virginia.*	7-31-94
Sequoia Bancshares, Inc., Bethesda, Maryland, to have its subsidiaries, Sequoia National Bank, MD, Bethesda, Maryland, and Sequoia National Bank, D. C., Washington, D. C., merge (after Sequoia National Bank, D. C., moves its main office to Bethesda, Maryland).*	Not yet available.

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>
NationsBank Corporation, Charlotte, North Carolina, to engage in acting as a futures commission merchant for unaffiliated customers in executing and clearing (including clearing without executing) and providing investment advice on futures and options on financial instruments and nonfinancial commodities and also providing securities brokerage services through NationsBanc-CRT Services, Inc., Chicago, Illinois, and NationsBanc-CRT Energy (U.K.) Ltd., London, England.	7-25-94**

*Application is subject to CRA requirements.

**Expiration of comment period specified in the Federal Register.

Federal Reserve Bank of Richmond

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

None.

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending July 1, 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>
Highlands Union Bank 340 West Main Street Abingdon, Virginia 24210-2624	4-11-94	Outstanding

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending July 1, 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>
AmSouth Bancorporation Birmingham, Alabama To merge with The Tampa Banking Company, Tampa, Florida, and thereby directly acquire The Bank of Tampa, Tampa, Florida, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Not yet available*
Community Bankshares, Inc. Cornelia, Georgia To acquire The Bank of Troup County, LaGrange, Georgia, pursuant to Section 3(a)(3) 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.	

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

<u>Application</u>
None.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending July 1, 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.

<u>Examination</u> <u>Bank</u>	<u>Rating</u>	<u>Date</u>
Bank of York Post Office Box 96 York, Alabama 36925 (205)392-5205	Needs to Improve	04-04-94

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	Westby-Coon Valley State Bank Westby, Wisconsin 420 Commerce Street West Salem, Wisconsin	N - 6-27-94
Merger/Branch	Old Kent Bank Elmhurst, Illinois Edgemark Bank-Lombard Lombard, Illinois Merchandise National Bank Chicago, Illinois Edgemark Bank-Rosemont Rosemont, Illinois Edgewood Bank Countryside, Illinois	N - **
Branch	Prairie Bank and Trust Company Bridgeview, Illinois North East Corner of Rte 6 and 179th Street Orland Park, Illinois	N - 7-1-94
EFT	Central State Bank Elkader, Iowa 208 Edgar Street Marquette, Iowa	N - **
Branch	Unionbank Sandwich, Illinois 15 West South Street Plano, Illinois	N - **
Branch	Grayling State Bank Grayling, Michian S. E. Corner at Main Street (M-32) and Central Avenue Gaylord, 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-1	Bellevue State Bank Employee Stock Ownership Plan Bellevue, Iowa Bellevue Service Company Bellevue, Iowa Bellevue State Bank Bellevue, Iowa*	FR - 6-20-94 NP - **
CoC	Dysart Bancshares, Inc. Dysart, Iowa Michael D. Griffin and Debra K. Kever as executor of Gordon H. Griffin Estate	FR - 7-13-94 NP - **
Y-1	AJJ Bancorp, Inc. Elkader, Iowa Central State Bank Elkader, Iowa*	FR - 6-17-94 NP - **
Y-1	Wintrust Investments, Inc. Lake Forest, Illinois North Shore Community Bank & Trust Company (in organization) Wilmette, Illinois*	FR - 6-27-94 NP - 6-17-94
Y-2	First of America Bank Corporation Kalamazoo, Michigan First Park Ridge Corporation Chicago, Illinois Bank of Buffalo Grove Buffalo Grove, Illinois First State Bank and Trust Company of Park Ridge Park Ridge, Illinois*	FR - 7-25-94 NP - 7-1-94
Y-1	First of America Acquisition Company Park Ridge, Illinois First Park Ridge Corporation Chicago, Illinois Bank of Buffalo Grove Buffalo Grove, Illinois First State Bank and Trust Company of Park Ridge Park Ridge, Illinois*	FR - 7-25-94 NP - 7-1-94

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-1	St. Francis Capital Corporation Milwaukee, Wisconsin Valley Bank, East Central Kewaskum, Wisconsin*	FR - ** NP - **
Y-1	Grant Park Bancshares, Inc. Alton, Illinois First National Bank of Grant Park Grant Park, Illinois*	FR - 6-20-94 NP - 6-25-94
Y-2	Northwest Illinois Bancorp, Inc. Freeport, Illinois Tri-State Bank and Trust Company East Dubuque, Illinois*	FR 7-8-94 NP - 7-5-94
Y-1	Bay Bancorporation Green Bay, Wisconsin Bay Bank (in organization) Green Bay, Wisconsin*	FR 7-25-94 N **
Y-2	First American Bank Group, Ltd. Fort Dodge, Iowa Hill Investment Company Jewell, Iowa Farmers State Bank Jewell, Iowa Story County Bancorporation Jewell, Iowa American State Bank Ames, Iowa Agri Bancorporation Webster City, Iowa Farmers Bank & Trust Webster City, Iowa*	FR 7-8-94 NP 7-8-94
Y-2	Town Financial Corporation Hartford City, Indiana Pacesetter Bank of Hartford City Hartford City, Indiana Pacesetter Bank of Montpelier Montpelier, Indiana*	FR - 5-31-94 N - 7-10-94

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

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
Y-2	First Citizens of Paris, Inc. Paris, Illinois Oakland National Bank Oakland, Illinois*	FR - 7-21-94 N - **
Y-1	First Ozaukee Capital Corp. Cedarburg, Wisconsin First Ozaukee Savings Bank Cedarburg, Wisconsin*	FR - 7-25-94 N - **
Y-2	Panhandle Aviation, Inc. Clarinda, Iowa Bank of Altoona (in organization) Altoona, Iowa*	FR - ** N - 7-16-94
Y-1	H S B, Inc. Hedrick, Iowa Hedrick Savings Bank Hedrick, Iowa*	FR - ** N - **
CoC-HC	Gibson Investment Company Gibson, Iowa Larry L. Arendt & Janet Arendt Gibson, Iowa	FR - ** N - **
Y-1	Philipps Investment Company Limited Partnership Spring Hill, Florida Gratiot Bancshares, Inc. Gratiot, Wisconsin Gratiot State Bank Gratiot, Wisconsin*	FR - ** N - **
Y-2	Republic Bancorp, Inc. Ann Arbor, Michigan Horizon Savings Bank Beachwood, Ohio*	FR - 6-13-94 N - 6-13-94
Y-2	First National Bancorp, Inc. Joliet, Illinois Plano Bancshares, Inc. Plano, Illinois Community Bank of Plano Plano, Illinois*	FR - ** N - **

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

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
Y-2	Firststar Corporation Milwaukee, Wisconsin First Southeast Banking Corp. Lake Geneva, Wisconsin First Bank Southeast, N.A. Milwaukee, Wisconsin First Bank Southeast of Lake Geneva, N.A. Lake Geneva, Wisconsin*	FR 5-31-94 N - 5-23-94
Y-2	Firststar Corporation of Wisconsin Milwaukee, Wisconsin First Southeast Banking Corp. Lake Geneva, Wisconsin First Bank Southeast, N.A. Milwaukee, Wisconsin First Bank Southeast of Lake Geneva, N.A. Lake Geneva, Wisconsin*	FR - 5-31-94 N - 5-23-94
CoC-HC	North Salem State Bancorporation North Salem, Indiana Robert G. Porter, William R. Jones and Elizabeth J. Jones	FR - ** N - 7-15-94
Y-2	Peotone Bancorp, Inc. Peotone, Illinois Minooka Bancorp, Inc. Minooka, Illinois Founders Bancorp, Inc. Scottsdale, Arizona Westbanco, Inc. Westville, Illinois*	FR ** N - **
Y-2	Southwest Bancorp, Inc. Worth, Illinois Minooka Bancorp, Inc. Minooka, Illinois Founders Bancorp, Inc. Scottsdale, Arizona Westbanco, Inc. Westville, Illinois*	FR - ** N - **
Y-2	Plano Acquisition Corporation Joliet, Illinois Plano Bancshares, Inc. Plano, Illinois Community Bank of Plano Plano, Illinois*	FR - ** N - **

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	Bellevue State of Employee Stock Ownership Plan Bellevue, Iowa Bellevue Insurance Agency Bellevue, Iowa - to engage in insurance activities	FR - 6-20-94
4(c)(8)	H P Holding Company Oak Park, Illinois Pullman Capital Corporation Mishawaka, Indiana--To act as loan originator, packager, services & broker	FR - 7-11-94
4(c)(8)	Hawkeye Bancorporation Des Moines, Iowa Hawkeye Guaranteed Loans, Inc.- Making, acquiring or servicing loans	FR - 7-13-94
4(c)(8)	ABN AMRO Bank N.V. Amsterdam, The Netherlands Engage in leasing activities thru Lease Plan (USA), Inc.	FR - 6-29-94
4(c)(8)	ABN AMRO Holding N.V. Amsterdam, The Netherlands Engage in leasing activities thru Lease Plan (USA), Inc.	FR - 6-29-94
4(c)(8)	Stichting Administratiekantoor ABN AMRO Holding Amsterdam, The Netherlands Engage in leasing activities thru Lease Plan (USA), Inc.	FR - 6-29-94
4(c)(8)	Stichting Prioriteit ABN AMRO Holding Amsterdam, The Netherlands Engage in leasing activities thru Lease Plan (USA), Inc.	FR - 6-29-94
Y-4	Northwest Illinois Bancorp, Inc. Freeport, Illinois Tri-State Insurance Agency Inc. East Dubuque, Illinois to engage in general insurance agency	FR - 7-8-94

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>
Y-4	Bank of Montreal Montreal, Canada Government Pricing Information System, Inc. New York, New York	FR - 6-27-94
Y-4	Bankmont Financial Corp. New York, New York Government Pricing Information System, Inc. New York, New York	FR - 6-27-94
Y-4	First American Bank Group, Ltd. Fort Dodge, Iowa First American Credit Corporation Fort Dodge, Iowa Hill Land Company Fort Dodge, Iowa	FR - 7-8-94
4(c)(8)	Kerndt Bank Services, Inc. Lansing, Iowa Engage <u>de novo</u> in securities brokerage activities	FR - 7-18-94
4(c)(8)	How-Win Development Company Cresco, Iowa Engage in making and Servicing of loans	FR - 7-21-94
4(c)(8)	First Midwest Corporation of Delaware Elmwood Park, Illinois Midwest One Mortgage Services, Inc. Melrose Park, Illinois	FR - **
Y-4	Castle BancGroup, Inc. DeKalb, Illinois Northern Illinois Finance Company Sandwich, Illinois	FR - 7-25-94
4(c)(8)	First Ozaukee Capital Corp. Cedarburg, Wisconsin Engage in making, acquiring or servicing loans	FR - 7-25-94

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)	Security National Corporation Sioux Center, Iowa Engage <u>de novo</u> in lending activities	FR - **
Y-4	First of America Bank Corporation Kalamazoo, Michigan First of America Securities, Inc. Kalamazoo, Michigan--acting as riskless principal for and privately placing all types of securities, underwriting and dealings	FR - **

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>
RoS	Hillside Development Corporation Hillside, Illinois To redeem 15,269 shares of common stock

N - Newspaper
FR - Federal Register
* - Subject to Provisions of Community Reinvestment Act
** - Not available at this time

AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending July 1, 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.

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
-State Bank of Geneva 22 South 4th Street, Box 108 Geneva, Illinois 60134 (708) 232-3200	4/11/94	S

Federal Reserve Bank of St. Louis
FOR THE WEEK ENDING JULY 1, 1994

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application

- *Section 5(d)(3) application by City National Bancorp, Inc., Fulton, Kentucky to acquire the Fulton, Kentucky branch of Security Trust Savings and Loan Association, Fulton, Kentucky
Newspaper: 7-25-94
- *Section 5(d)(3) application by Trans Financial Bancorp, Inc., Bowling Green, Kentucky, to merge the Clarksville, Franklin, Lebanon, McMinnville, Murfreesboro, and Sparta, Tennessee branches of its thrift subsidiary, Trans Financial Bank of Tennessee, FSB, Tullahoma, Tennessee into its bank subsidiary, Peoples Bank and Trust of the Cumberland, Cookeville, Tennessee
Newspaper: 7-29-94
- *Section 5(d)(3) application by CNB Bancshares, Inc., Evansville, Indiana, for First Federal Savings Bank of Kentucky, Madisonville, Kentucky and Citizens Bank of Kentucky, N.A., Henderson, Kentucky, to merge with and into Citizens Bank of Kentucky, Madisonville, Kentucky (all are subsidiaries of CNB Bancshares, Inc.)
Newspaper: 7-31-94

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

Application

- *Section 3(a)(1) application by FSB Financial Corporation, Francisco, Indiana, to acquire The Francisco State Bank, Francisco, Indiana
Newspaper: 7-25-94
- *Section 3(a)(3) application by Southern Bancshares, Ltd., Carbondale, Illinois, to acquire DeSoto Bancshares, Inc., DeSoto, Illinois
Newspaper: 7-22-94
- *Section 3(a)(1) application by Hensley Investment Limited Partnership, Springfield, Missouri, to acquire Peoples Bank of Fordland, Fordland, Missouri; Citizens Bank of the Ozarks, Camdenton, Missouri; and Peoples Bank of the Ozarks, Nixa, Missouri
Newspaper: 7-31-94

*Section 3(a)(3) application by FDH Bancshares, Inc.
Little Rock, Arkansas, to acquire Springhill
Bancshares, Inc., Springhill, Louisiana

Newspaper: 8-8-94

*Section 3(a)(3) application by Mercantile Bancorp,
Inc., Quincy, Illinois, to acquire Perry Bancshares,
Inc., Monroe City, Missouri

Newspaper: 7-30-94

*Section 3(a)(1) application by Community Bancshares,
Inc., Irvington, Illinois, to acquire Community Trust
Bank, Irvington, Illinois

Newspaper: 7-31-94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Section 4(c)(8) application by Commonwealth
Bancshares, Inc., Shelbyville, Kentucky, to
engage in trust activities through its acquisition
of First Security Trust Company, Miami, Florida

Not yet available.

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

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 July 1, 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>
Keweenaw Financial Corporation Hancock, MI To acquire 100% of the outstanding shares of Commercial National Bank of L'Anse L'Anse, MI*	Not yet available
Western State Agency, Inc. Devils Lake, ND To acquire 100% of the voting shares Towner Bancorporation, Inc., Towner, ND*	July 29, 1994 (Federal Register)
Froid Bankshares, Inc. Froid, MT To acquire 100% of the voting shares of First State Bank of Froid, Froid, MT*	August 1, 1994 (Federal Register)
Gregory H. Wallander To acquire 40.4% of the voting shares of First State Bank of Froid, Froid, MT*	July 27, 1994 (Federal Register)
Winona Banc Holding Company Winona, MN To acquire 93.2% of the voting shares of Town and Country State Bank of Winona Winona, MN*	August 1, 1994 (Federal Register)

Section II Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application (Continued)</u>	<u>Comment Period Ending Date</u>
Richey Bancorporation, Inc. Glendive, MT To acquire 20% of the voting shares of Community First Bancorp, Inc., Glendive, MT*	July 30, 1994 (Newspaper)
Community First Bancorp, Inc. Glendive, MT To acquire 100% of the voting shares of Glendive Bancorporation, Inc. Glendive, MT*	July 30, 1994 (Newspaper)

*Subject to CRA

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Western State Agency, Inc. Devils Lake, ND To purchase, through its subsidiary, Western State Insurance Agency, Inc., the assets of McHenry Insurance, Inc.	July 29, 1994

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

Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending July 1, 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.

Federal Reserve Bank of Kansas City

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Platte Valley State Bank and Trust Company, Kearney, Nebraska, 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

APPLICATION

COMMENT PERIOD ENDING DATE

Howard R. Ross, Chicago, Illinois, to acquire 23.05 percent; Steve Bangert, Denver, Colorado, to acquire 23.05 percent; Noel Rothman, Chicago, Illinois, to acquire 11.53 percent; Elizabeth W. Parker Trust, San Juan, Puerto Rico, to acquire 8.65 percent; Scott C. Wylie, Denver, Colorado, to acquire 5.76 percent; John Rose, Chicago, Illinois, to acquire 1.73 percent; Edward Ross, Chicago, Illinois, to acquire 8.65 percent; Howard Gilbert, Chicago, Illinois, to acquire 4.61 percent; Walter Schaub, Schaumburg, Illinois, to acquire 2.59 percent; John M. Eggemeyer, Chicago, Illinois, to acquire 2.31 percent; Mark Kipnis, Chicago, Illinois to acquire 1.73 percent; Max Olivera, Hato Rey, Puerto Rico, to acquire 1.44 percent; and American Investment Corporation, Hato Rey, Puerto Rico, to acquire 1.44 percent of the voting shares of Equitable Bankshares of Colorado, Inc., Denver, Colorado.

July 13, 1994

F&C Bancorp, Inc., Holden, Missouri, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Farmers and Commercial Bank, Holden, Missouri.*

July 15, 1994

United Bancorporation of Wyoming, Inc., Jackson, Wyoming, for prior approval to acquire 100 percent of the voting shares of Drake-Lyman Bancshares, Inc., Sheridan, Wyoming.*

July 15, 1994

Federal Reserve Bank of Kansas City

First National Corporation of Ardmore, Inc., Ardmore, Oklahoma, for prior approval to acquire 35 percent of the voting shares of Bank of Love County, Marietta, Oklahoma.* Not Available

Rockwell Bancorp, Inc., Oklahoma City, Oklahoma, for prior approval to become a bank holding company through the acquisition of 81 percent of the voting shares of Rockwell Bank, N.A., Oklahoma City, Oklahoma.* Not Available

Commerce Bancshares, Inc., Kansas City, Missouri, and CBI Security Corporation, Kansas City, Missouri, for prior approval to acquire 100 percent of the voting shares of Liberty Bancshares, Inc., Liberty, Missouri. July 11, 1994

DFC Acquisition Corporation Two, Kansas City, Missouri, for prior approval to acquire 100 percent of the voting shares of First American Bancshares, Inc., Kansas City, Kansas.* Not Available

Community Bancorporation of New Mexico, Inc., Santa Fe, New Mexico, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of El Pueblo State Bank, Espanola, New Mexico.* Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Community Bancs of Oklahoma, Inc., Tulsa, Oklahoma, for prior approval to engage directly in certain nonbanking activities. July 13, 1994

BOK Financial Corporation, Tulsa, Oklahoma, for prior approval to engage in the activity of leasing of personal property. Not Available

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

Federal Reserve Bank of Kansas City

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-

Federal Reserve Bank of Kansas City

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>
Citizens Bank & Trust Co. P.O. Box 128 Ellsworth, Kansas 67439	03-21-94	06-27-94	Outstanding
Citizens Bank P.O. Box 1967 Muskogee, Oklahoma 74402	03-21-94	06-27-94	Satisfactory

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF JUNE 27, 1994

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

APPLICATION

NOTICE EXP

Section 5(d)(3) Oakar transaction by
Independent Bancorp, Inc., Channelview, TX,
(Channelview Bank, Channelview, TX), to acquire 9 branches
of First Heights Bank, F.S.B., Houston, TX

Branches are at the following locations:

400 N. 16th St., Orange, TX 77630

465 Uvalde Rd., Houston, TX 77015

2403 Main St., Waller, TX 77484

1005 12th St., Hempstead, TX 77445

18934 FM 1488, Magnolia, TX 77355

6327 Highway 36, Wallis, TX 77485

111 N. McCarthy, Eagle Lake, TX 77434

1423 Boston Ave., Nederland, TX 77627

8255 Gladys, Beaumont, TX 77006

(Previously reported during the week of 5-30-94)

94/07/22

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

APPLICATION

** NOTICE EXP

None.

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 JUNE 27, 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 7/01/94

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

Community Bancorporation, Orem, Utah, to become
a bank holding company by acquiring Western
Community Bank, Orem, Utah. *

Newspaper: 7/29/94

Fed. Reg.: Not available

Salinas Valley Bancorp, Salinas, California, to
become a bank holding company by acquiring Bank
of Salinas, Salinas, California. *

Newspaper: 7/27/94

Fed. Reg.: Not available

Section III - Applications Subject to Federal Register Notice Only

Banque Nationale de Paris, Paris, France, to
engage in securities brokerage; foreign exchange and
transactional services; futures merchant commission
services; and investment advice and options on
futures through a newly formed subsidiary, BNP/Cooper
Neff Inc., Radnor Pennsylvania.

Fed. Reg.: Not available

Banque Nationale de Paris, Paris, France, to
engage in futures merchant commission
services and investment advice and options on
futures through the acquisition of Mitsui T&B
Futures Inc., New York, New York.

Fed. Reg.: Not available

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 7/01/94

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during the week ending July 1, 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>
Hanmi Bank	3660 Wilshire Blvd. Penthouse Suite A Los Angeles, CA 90010 (213) 382-2200	3/14/94	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.