

ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1994, No. 35
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending August 27, 1994

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Bank of Montreal, Toronto, Canada, Bankmont Financial Corp., Chicago, Illinois, and Harris Bankmont, Inc. -- to acquire Suburban Bancorp, Inc., Palatine, Illinois.

Approved, August 22, 1994.

First Union Corporation, Charlotte, North Carolina -- request for reconsideration of Board's approval of application to acquire BancFlorida, a Federal Savings Bank, Naples, Florida, and to merge BancFlorida with First Union National Bank of Florida, Jacksonville, Florida.

Denied, August 25, 1994.

Fleet Financial Group, Inc., Providence, Rhode Island -- request for reconsideration of Board approval of application to acquire Sterling Bancshares Corporation, Waltham, Massachusetts, and Sterling Bank.

Denied, August 24, 1994.

Northwest Illinois Bancorp, Inc., Freeport, Illinois -- to acquire Tri-State Bank and Trust Company, East Dubuque, Illinois, and Tri-State Insurance Agency.

Approved, August 22, 1994.

Valley State Investments, Inc., Lamar, Colorado -- to acquire the Lamar branch of First Federal Savings Bank, Lakewood, Colorado.

Approved, August 22, 1994.

INTERNATIONAL OPERATIONS

Boatmen's National Bank of St. Louis, St. Louis, Missouri -- to establish an agreement corporation, Boatmen's Foreign Investment Corporation, which will acquire Tyler International Sales, Inc., U.S. Virgin Islands, from Boatmen's Bancshares, Inc, a multi-bank holding company, St. Louis, Missouri.

Approved, August 24, 1994.

J.P. Morgan & Co., Incorporated, New York, New York - - to make an investment in J.P. Morgan Funding Corp., London, England.

Permitted, August 26, 1994.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

INTERNATIONAL OPERATIONS

Republic National Bank of New York, New York, New York -- and Saban S.A., Panama City, Panama -- to make an investment in Republic National Bank of New York, Marina Bay, Gibraltar.
Permitted, August 26, 1994.

REGULATIONS AND POLICIES

Commodity Futures Trading Commission -- letter to CFTC requesting delay of implementation of proposal concerning risk assessment reporting by futures commission merchants until bank-affiliated FCMs can be explored more fully.
Approved, August 26, 1994.

RESERVE BANK OPERATIONS

Federal Reserve Bank of Chicago -- appointment of Michael H. Moskow as President, effective September 1, 1994.
Approved, August 22, 1994.

Federal Reserve Bank of New York -- end-user computing strategy, and delegation of authority to the Director, Division of Reserve Bank Operations and Payment Systems of expenditures to implement this strategy called the Open Information System.
Approved, August 22, 1994.

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AUGUST 22, 1994 TO AUGUST 26, 1994

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**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

San Francisco	American Pacific State Bank, Sherman Oaks, California -- to establish a branch at 23238 Valencia Boulevard, Valencia, California. Approved, August 25, 1994.
Dallas	Central Bank, Monroe, Louisiana -- to establish a branch at 111 Constitution Drive, West Monroe, Louisiana. Approved, August 22, 1994.
Cleveland	Chippewa Valley Bank, Rittman, Ohio -- to establish a branch at 120 High Street, Wadsworth, Ohio. Approved, August 23, 1994.
Cleveland	Fifth Third Bank, Cincinnati, Ohio -- to establish customer-bank communication terminals at 4200 Clermont College Drive, Batavia, Ohio, and 9177 Winton Road, and 312 Elm Street, Cincinnati, Ohio. Approved, August 23, 1994.
Richmond	First Bank, Strasburg, Virginia -- to establish a branch at 860 South Main Street, Woodstock, Virginia. Approved, August 26, 1994.
Atlanta	First Community Bank of Orange City, Orange City, Florida -- to establish a branch at 1661 Providence Boulevard, Deltona, Florida. Approved, August 26, 1994.

BANK HOLDING COMPANIES

Dallas	American Bancshares, Inc., Monroe, Louisiana -- proposal that First American Bank & Trust of Louisiana, acquire certain assets and assume certain liabilities of the Bossier City and Shreveport branches of Oak Tree Federal Savings Bank, New Orleans, Louisiana. Approved, August 26, 1994.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Director, BS&R	Bankers Trust New York Corporation, New York, New York -- request to net and offset its position in securities held in trading and dealing accounts using futures, forwards, options, and similar instruments. Approved, August 25, 1994.
Atlanta	Citizens Bancorporation, Inc., Plaquemine, Louisiana -- to acquire certain assets and assume certain liabilities of the Sherwood Forest branch, Baton Rouge, Louisiana, of Oak Tree F.S.B., New Orleans, Louisiana. Approved, August 26, 1994.
New York	Credit Lyonnais S.A., Paris, France -- to engage de novo in investment advisory activities through Credit Lyonnais International Asset Management USA, Inc., San Francisco, California. Returned, August 26, 1994.
Chicago	First Midwest Corporation of Delaware, Elmwood Park Illinois -- to engage in originating, processing, brokering, and servicing 1-4 family residential mortgages through Midwest One Mortgage Services, Inc., Melrose Park, Illinois. Permitted, August 26, 1994.
Philadelphia	IBS Financial Corp., Cherry Hill, New Jersey -- to engage de novo in lending activities. Permitted, August 23, 1994.
Philadelphia	IBS Financial Corp., Cherry Hill, New Jersey -- to acquire Inter-Boro Savings and Loan Association. Approved, August 23, 1994.
New York	J.P. Morgan & Co. Incorporated, New York, New York -- to acquire through J.P. Morgan Community Development Corporation an interest in the Times Square Investment Limited Partnership, which will invest in community development activities. Approved, August 22, 1994.

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

BANK HOLDING COMPANIES

New York	Lakeland Bancorp, Inc., Oak Ridge, New Jersey -- to acquire 9.9 percent of High Point Financial Corp., Branchville, New Jersey. Approved, August 26, 1994.
Atlanta	Merchants Capital Corporation, Vicksburg, Mississippi -- to acquire Merchants Bank. Approved, August 24, 1994.
Dallas	Minden Bancshares, Inc., Minden, Louisiana -- proposal that Minden Bank & Trust Company acquire certain assets and assume certain liabilities of the Minden branch of Oak Tree Federal Savings Bank, New Orleans, Louisiana. Approved, August 26, 1994.
Atlanta	One American Corporation, Vacherie, Louisiana -- to acquire certain assets and assume certain liabilities of the Laplace branch, Laplace, Louisiana, of Oak Tree F.S.B., New Orleans, Louisiana. Approved, August 26, 1994.
Atlanta	Premier Bancorp, Inc., Baton Rouge, Louisiana -- to acquire certain assets and assume certain liabilities of 10 branches of Oak Tree F.S.B., New Orleans, Louisiana. Approved, August 26, 1994.
Atlanta	Regions Financial Corporation, Birmingham, Alabama -- to acquire certain assets and assume certain liabilities of the College Drive and Florida Boulevard branches, Baton Rouge, Louisiana, of Oak Tree F.S.B., New Orleans, Louisiana. Approved, August 26, 1994.
Atlanta	Regions Financial Corporation, Birmingham, Alabama -- to acquire certain assets and assume certain liabilities of the Houma branch, Houma, Louisiana, of Oak Tree, F.S.B., New Orleans, Louisiana. Approved, August 26, 1994.

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

BANK HOLDING COMPANIES

Atlanta	St. Martin Bancshares, St. Martinsville, Louisiana -- to acquire certain assets and assume certain liabilities of the Lafayette branch, Lafayette, Louisiana, of Oak Tree F.S.B., New Orleans, Louisiana. Approved, August 26, 1994.
Cleveland	Salt Creek Valley Bancshares, Inc., Laurelville, Ohio -- to acquire The Salt Creek Valley Bank. Approved, August 25, 1994.
Atlanta	Savannah Bancorp, Inc., Savannah, Georgia -- relief of a commitment. Granted, August 23, 1994.
St. Louis	Security Capital Corporation, Batesville, Mississippi -- to acquire Bank of Sardis, Sardis, Mississippi. Approved, August 22, 1994.
Secretary	Trans Financial Bancorp, Inc., Bowling Green, Kentucky -- proposal that Trans Financial Bank Tennessee, N.A., Cookeville, Tennessee, purchase certain assets and assume certain liabilities of the Clarksville, Franklin, Lebanon, McMinnville, Murfreesboro, and Sparta, Tennessee, branches of Trans Financial Bank of Tennessee, F.S.B., Tullahoma, Tennessee. Approved, August 24, 1994.
New York	UJB Financial Corp., Princeton, New Jersey -- to acquire Palisade Savings Bank, FSB, Ridgefield Park, New Jersey, and engage in operating a savings association. Approved, August 26, 1994.

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

BANK MERGERS

Atlanta	Merchants Bank, Vicksburg, Mississippi -- to merge with Merchants Bank, N.A.. Approved, August 24, 1994.
Dallas	Minden Bank & Trust Company, Minden, Louisiana -- to acquire certain assets and assume certain liabilities of the Minden branch of Oak Tree Federal Savings Bank, New Orleans, Louisiana. Approved, August 26, 1994.

BANK PREMISES

Kansas City	First Mountain Bank, Leadville, Colorado -- investment in bank premises. Approved, August 22, 1994.
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CAPITAL STOCK

Chicago	First Waukegan Corporation, Glenview, Illinois -- redemption of shares. Returned, August 25, 1994.
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CHANGE IN BANK CONTROL

Dallas	Metroplex Bancshares, Inc., Dallas, Texas -- --change in bank control. Permitted, August 22, 1994.
Kansas City	S.T.D. Investments, Inc., Mindenmines, Missouri -- change in bank control. Permitted, August 23, 1994.
Kansas City	Washington Investment Company, Yuma, Colorado -- change in bank control. Permitted, August 25, 1994.

COMPETITIVE FACTORS REPORTS

San Francisco	Centennial Bank, Eugene, Oregon, proposed merger with Western Oregon Community Bank, Cottage Grove, Oregon -- report on competitive factors. Submitted, August 23, 1994.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

Atlanta	Fidelity Heritage Bancorp, Inc., Dalton, Georgia, proposed acquisition of Fidelity Federal Savings Bank -- report on competitive factors. Submitted, August 24, 1994.
Kansas City	First Bank of Hennessey, Hennessey, Oklahoma, proposed merger with The First National Bank of Guymon, Guymon, Oklahoma -- report on competitive factors. Submitted, August 26, 1994.
St. Louis	First State Bank, Southwest Indiana, Tell City, Indiana, proposed acquisition of certain assets and assumption of certain liabilities of the Tell City, Indiana, and the Rockport, Indiana, branches of Regional Savings Bank, New Albany, Indiana -- report on competitive factors. Submitted, August 25, 1994.
Philadelphia	Knoblauch State Bank, Reading, Pennsylvania, proposed merger with The Marian State Bank, Philadelphia, Pennsylvania -- report on competitive factors. Submitted, August 23, 1994.
Dallas	Leonard National Bank, Leonard, Texas, proposed merger with American Bank of Texas, Sherman, Texas -- report on competitive factors. Submitted, August 26, 1994.
Richmond	Old North State Bank, King, North Carolina, proposed purchase of certain assets and assumption of certain liabilities of the Walkertown, North Carolina, branch of Centura Bank, Rocky Mount, North Carolina -- report on competitive factors. Submitted, August 26, 1994.
New York	Palisades Savings Bank, F.S.B., Ridgefield Park, New Jersey, proposed merger with PSB Interim Bank FSB, Princeton, New Jersey -- report on competitive factors. Submitted, August 26, 1994.

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

COMPETITIVE FACTORS REPORTS

Philadelphia	Pennsylvania National Bank and Trust Company, Pottsville, Pennsylvania, proposed purchase of certain assets and assumption of certain liabilities of the Laurel Mall office, Hazleton, Pennsylvania, from PNC Bank, National Association, Pittsburgh, Pennsylvania -- report on competitive factors. Submitted, August 23, 1994.
Philadelphia	St. Edmonds Savings and Loan, Philadelphia, Pennsylvania, proposed merger with Integrity Savings Association -- report on competitive factors. Submitted, August 23, 1994.
Richmond	TideMark Bank, Newport News, Virginia, proposed purchase of eight branches of Bay Savings Bank, FSB, Newport News, Virginia -- report on competitive factors. Submitted, August 23, 1994.
Chicago	Tri-State Bank and Trust Company, East Dubuque, Illinois, proposed merger with TSBT Bank -- report on competitive factors. Submitted, August 22, 1994.
Atlanta	Trust Company Bank of Northeast Georgia, N.A., Athens, Georgia, proposed merger with Trust Company Bank of North Georgia, Gainesville, Georgia -- report on competitive factors. Submitted, August 26, 1994.

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

COMPETITIVE FACTORS REPORTS

Dallas	United New Mexico Bank of Mimbres Valley, Deming, New Mexico, United New Mexico Bank at Alamogordo, Alamogordo; United New Mexico Bank at Lea County, Hobbs; United New Mexico Bank at Roswell, Roswell; United New Mexico Bank at Vaughan, Vaughan; United New Mexico Bank, Albuquerque; United New Mexico Bank, Carlsbad; United New Mexico Bank, Gallup; United New Mexico Bank, N.A., Las Cruces; United New Mexico Bank, N.A., Socorro; United New Mexico Trust Company, Albuquerque, New Mexico, proposed merger with United New Mexico Bank, N.A., Portales, New Mexico -- report on competitive factors. Submitted, August 22, 1994.
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EXTENSIONS OF TIME

Dallas	A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to November 25, 1994, to acquire American National Bank of Terrell. Granted, August 25, 1994.
Richmond	BB&T Financial Corporation, Wilson, North Carolina -- extension to November 23, 1994, for Branch Banking and Trust Company to merge with Mutual Savings Bank of Rockingham County S.S.B., Reidsville, North Carolina. Granted, August 23, 1994.
Richmond	BB&T Financial Corporation, Wilson, North Carolina -- extension to November 23, 1994, to merge with Citizens Savings Bank of Mooresville, Inc., S.S.B., Mooreseville, North Carolina. Granted, August 23, 1994.
Atlanta	Southern Banking Corporation, Altamonte Springs, Florida -- extension to November 27, 1994, to acquire Osceola National Bank, Kissimmee, Florida. Granted, August 24, 1994.
New York	Summit Bancorporation, Chatham, New Jersey -- extension to November 18, 1994, to acquire Lancaster Financial Ltd., Inc., Parsippany, New Jersey. Granted, August 26, 1994.

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

MEMBERSHIP

Atlanta	Merchants Bank, Vicksburg, Mississippi -- to become a member of the Federal Reserve System. Approved, August 24, 1994.
Minneapolis	Western Bank of Wolf Point, Wolf Point, Montana -- to become a member of the Federal Reserve System. Approved, August 26, 1994.

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

BANK HOLDING COMPANIES

Cleveland	Banc One Corporation, Columbus, Ohio -- request for waiver of application in connection with reorganization of its Kentucky banking subsidiaries following acquisition of Liberty National Bancorp, Inc., Louisville, Kentucky. Granted, August 11, 1994.
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CAPITAL STOCK

St. Louis	Missouri Valley Bancshares, Inc., Kansas City, Missouri -- redemption of shares. Approved, August 18, 1994.
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COMPETITIVE FACTORS REPORTS

Kansas City	Farmers and Commercial Bank, Holden, Missouri, proposed merger with The Interim F&C Bank -- report on competitive factors. Submitted, August 19, 1994.
Kansas City	First United National Bank & Trust Co., Great Bend, Kansas, proposed merger with The Home State Bank, Kinsley, Kansas -- report on competitive factors. Submitted, August 18, 1994.
Chicago	Indiana State Bank of Terre Haute, Terre Haute, Indiana, proposed merger with Terre Haute Merger Bank -- report on competitive factors. Submitted, August 16, 1994.

EXTENSIONS OF TIME

San Francisco	Tokai Bank, Ltd., Nagoya, Japan -- extension to divest certain property. Granted, August 18, 1994.
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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>
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Home Port Bancorp, Inc., Nantucket, Massachusetts - Change in Control notification filed by Karl L. Meyer to acquire up to 13.85% of Home Port*	<u>Newspaper</u> Not Yet Established <u>Federal Register</u> 09-08-94
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SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<u>Application</u>	<u>Comment Period Ending Date</u>
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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
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*Subject to CRA.

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

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

Federal Reserve Bank of New York

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

Marine Midland Bank, Buffalo, New York to acquire six branch offices of the Hongkong & Shanghai Banking Corporation Limited, Hong Kong, located at 254 Canal Street, 50 Bowery, and 29 Bowery, all of New York, New York; 40-52 Main Street and 36-54 Main Street, both of Flushing, New York; and 87-03 Queens Boulevard, Elmhurst, New York.1/

9/23/94

Chemical Bank, New York, New York, to establish two off-site electronic facilities at Morgan Stanley & Co., Incorporated, 1585 Broadway and 750 Seventh Avenue, New York, New York.1/

9/21/94

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

Banco Santander, S.A., Madrid, Spain, to indirectly acquire, through its minority-owned subsidiary, First Fidelity Bancorporation, Lawrenceville, New Jersey, all of the voting shares of Baltimore Bancorp, Baltimore, Maryland ("Bancorp") and The Bank of Baltimore Interim Federal Savings Bank, Baltimore, the proposed thrift successor to Bancorp's wholly-owned commercial bank subsidiary, The Bank of Baltimore, Baltimore, Maryland.1/

9/3/94 3/

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

Banco Santander, S.A., Madrid, Spain, to engage de novo through Santander Securities, Inc., New York, New York, in underwriting and dealing in government obligations and money market instruments ("Eligible Securities"); underwriting and dealing, to a limited extent, in all types debt securities ("Ineligible Debt Securities"); underwriting and dealing, to a limited extent, in all types of equity securities ("Equity Securities") (Ineligible Debt Securities and Equity Securities, collectively "Ineligible Securities"); acting as agent in the private placement and as riskless principal with respect to all types of securities; providing investment and financial advisory services separately or on a combined basis with securities brokerage; making, acquiring, or servicing loans or other extensions of credit, and engaging in mortgage banking and commercial financing activities; and buying and selling futures and forwards for, options on futures and forwards for, and options on Eligible Securities and Ineligible Securities for hedging purposes.

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 August 27, 1994

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
Trustco Bank of New York 320 State Street Schenectady, NY 12301	Satisfactory	December 6, 1993

- 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

United Bank of Philadelphia, Philadelphia, Pennsylvania, requests approval to purchase the assets and assume the deposit liabilities of one branch office of Central Pennsylvania Savings Association, F.A., Shamokin, Pennsylvania, pursuant to Section 5(d)(3) of the FDI Act (Oakar Amendment).

Newspaper comment period: 8/17/94

United Bank of Philadelphia, Philadelphia Pennsylvania, requests approval to purchase the assets and assume the deposit liabilities of one branch office of Central Pennsylvania Savings Association, F.A., Shamokin, Pennsylvania, pursuant to Section 18(c) of the FDI Act

Newspaper comment period: 8/17/94

United Bank of Philadelphia, Philadelphia, Pennsylvania in connection with its application to acquire one branch office of Central Pennsylvania Savings Association, F.A., Shamokin, Pennsylvania, requests approval to establish a branch office to be located at 2820 West Girard Avenue, Philadelphia, PA, pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period: 8/17/94

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

None

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

First Fidelity Bancorporation, Newark, New Jersey to engage in data processing activities as a result of its pending acquisition of 8.021% of the Class B Common Stock of InfiNet Payment Services, Hackensack, New Jersey, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(7) of Regulation Y.

Fed. Reg. comment period expires: N. Avail (*Not yet published)

First Fidelity Bancorporation, Lawrenceville, New Jersey, to acquire Baltimore Bancorp, Baltimore, Maryland, a savings and loan holding company, (and indirectly to acquire its subsidiary, The Bank of Baltimore Interim Federal Savings Bank), pursuant to Section 4(c)(8) of the BHCA and Section 225.25(b)(9) of Regulation Y.

Fed. Reg. comment period expires: N. Avail

First Fidelity Bancorporation, Lawrenceville, New Jersey, to acquire Atlantic Independent Insurance Agency, Inc., Bel Air, MD, and thereby act as insurance agent for various insurance products for consumer and commercial customers of the bank, pursuant to Section 4(c)(8) of the BHCA and Section 225.25(b)(8) of Regulation Y.

Fed. Reg. comment period expires: N. Avail

Baltimore Bancorp, Baltimore, Maryland, to acquire The Bank of Baltimore Interim Federal Savings Bank, Baltimore, Maryland, pursuant to Section 4(c)(8) of the BHC Act and Section 225.25(b)(9) of Regulation Y.

Fed. Reg. comment period expires: N. Avail

First Fidelity Bancorporation, Lawrenceville, New Jersey, to acquire Atlantic Residential Mortgage Corporation, Baltimore, MD, and thereby engage in originating, purchasing, packaging, selling and servicing residential mortgage loans for the secondary market, itself and the bank and provide fully secured financing to other mortgage banking companies to assist them in the acquisition of servicing rights in residential mortgages, pursuant to Section 4(c)(8) of the BHCA and Section 225.25(b)(1) of Regulation Y.

Fed. Reg. comment period expires: N. Avail

First Fidelity Bancorporation, Lawrenceville, New Jersey, to acquire Baltimore Bancorp Investment Services, Inc., Baltimore, MD, and thereby act as a discount broker, pursuant to Section 4(c)(8) of the BHCA and Sections 225.25(b)(15) and (b)(16).

Fed. Reg. Comment period expires: N. Avail

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

First Fidelity Bancorporation, Lawrenceville, New Jersey, to acquire Baltimore Bancorp Leasing & Financial, Inc., Baltimore, MD, and thereby act as an equipment finance and leasing company, pursuant to Section 4(c)(8) of the BHCA and Sections 225.25(b)(1) and (b)(5) of Regulation Y.

Fed. Reg. comment period expires: N. Avail

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE OF 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 August 26, 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

None

None

**FEDERAL RESERVE BANK
OF CLEVELAND**

P. O. BOX 6387
CLEVELAND, OHIO 44101-1387

**APPLICATIONS BULLETIN
(For the week ending August 27, 1994)**

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received expedited notice from The Ohio Bank,
Findlay, Ohio, on July 29, 1994, of its intent
to establish a branch facility at Fishinger Boulevard
and Mill Run Drive, Columbus, Ohio.

*September 7, 1994

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

Received Section 3(a)(1) application from Gillmor
Financial Services, Inc., Old Fort, Ohio, on July 27, 1994,
to acquire Old Fort Banking Company, Old Fort, Ohio.

*Not Yet Known#

Received Section 3(a)(5) application from Citizens
Bancshares, Inc., Salineville, Ohio, on August 25,
1994, to acquire Unity Bancorp, Inc., New Waterford, Ohio.

*Not Yet Known#

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

* - 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

**FEDERAL RESERVE BANK
OF CLEVELAND**

P. O. BOX 6387
CLEVELAND, OHIO 44101-1387

**APPLICATIONS BULLETIN
(For the week ending August 27, 1994)**

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received Section 4(c)(8) application from Gilmore Financial Services, Inc., Old Fort, Ohio, to acquire Old Fort Real Estate Company, Old Fort, Ohio. Not Yet Known#

Received Section 4(c)(8) application from Huntington Bancshares Incorporated, Columbus, Ohio, on August 15, 1994, to acquire First Federal Bank for Savings of Northern Kentucky, Inc., Covington, Kentucky. *Not Yet Known#

Received Section 4(c)(8) application from Provident Bancorp, Inc., Cincinnati, Ohio, on August 25, 1994, to acquire a 50 percent interest in West Shell Mortgage Company, Cincinnati, Ohio. 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

(August 26, 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 August 26, 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 Genoa Banking Co.
801 Main Street
Genoa, Ohio 43430
(419) 855-8381
Rating: Satisfactory
Exam Date: May 31, 1994

The Killbuck Savings Bank Co.
165 North Main Street
Killbuck, Ohio 44637
(216) 276-4881
Rating: Satisfactory
Exam Date: May 3, 1994

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Chesapeake Bank, Kilmarnock, Virginia, to establish an Electronic Funds Transfer Facility at the northwest corner of Routes 198 and 3, Cobbs Creek (Mathews County), Virginia.*	9-18-94
Chesapeake Bank, Kilmarnock, Virginia, to establish an Electronic Funds Transfer Facility at the northwest corner of Routes 17 and 33, Glenss (Gloucester County), Virginia.*	9-18-94
First Union Corporation, Charlotte, North Carolina, to have its subsidiary, First Union National Bank of Florida, Jacksonville, Florida, acquire certain Florida branches of Great Western Bank, a Federal Savings Bank, Chatsworth, California.*	9-21-94
Union Bank and Trust Company, Bowling Green, Virginia, to establish a branch at 6313 Chamberlayne Road, Mechanicsville, Virginia.*	9-23-94

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

<u>Application</u>	<u>Comment Period Ending Date</u>
First Virginia Banks, Inc., Falls Church, Virginia, to merge with Farmers National Bancorp, Annapolis, Maryland.*	9-14-94
First Citizens BancShares, Inc., Raleigh, North Carolina, to acquire Pace American Bank, Lawrenceville, Virginia.*	9-21-94
City Holding Company, Charleston, West Virginia, to acquire Hinton Financial Corporation, Hinton, West Virginia.*	9-21-94
Mercantile Bankshares Corporation, Baltimore, Maryland, to merge with Fredericksburg National Bancorp, Inc., Fredericksburg, Virginia.*	9-23-94

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

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

Greenwood Bank & Trust, Greenwood,
South Carolina (formerly Greenwood
National Bank), for membership in
the Federal Reserve System.

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending August 26, 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>
FCNB Bank 1 North Market Street Frederick, Maryland 21705-5450	6-6-94	Satisfactory
Bank of White Sulphur Springs 1 East Main Street White Sulphur Springs, West Virginia 24986	6-13-94	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 26, 1994

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Compass Bancshares, Inc. Birmingham, Alabama Along with its subsidiary, Compass Bank, N.A., Pensacola, Florida, to acquire certain assets and assume certain liabilities of Compass Bank, F.S.B., Jacksonville, Florida, pursuant to Section 5(d)(3) of the Federal Deposit Insurance Act, as amended by the Federal Deposit Insurance Corporation Improvement Act of 1991.	Not yet available*
Compass Bank Pensacola, Florida To merge with Compass Bank, F.S.B., Jacksonville, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act, immediately following the conversion of Applicant from a national charter to a state member bank.	Not yet available*
Gulf Bank Miami, Florida To establish a branch located at 3400 Coral Way, Miami, Florida, to be known as the Main Office-Coral Way.	09-16-94*
The Bank of Nashville Nashville, Tennessee To establish an Automated Teller Machine located at 200-206 Broadway, Nashville, Tennessee.	08-29-94*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Regions Financial Corporation Birmingham, Alabama To merge with American Bancshares, Inc., Monroe, Louisiana, and thereby directly acquire First American Bank & Trust of Louisiana, Monroe, Louisiana, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	08-26-94* Federal Register

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 26, 1994

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

P.C.B. Bancorp, Inc. Largo, Florida	09-19-94* Federal Register
Change in control notice by Harrison I. Steans, to acquire 23.76 percent of the outstanding shares of common stock of PCB Bancorp, Inc., Largo, Florida.	

American Bankshares, Inc. Marietta, Georgia	09-19-94* Federal Register
Change in control by Lynda C. Thompson, to acquire personally 1.51 percent with total ownership to equal 5.95 percent and to acquire as trustee of Bancshares' ESOP 3.14 percent with total ownership to equal 5.66 percent. Combined ownership will equal 11.61 percent.	

CB&T Holding Corporation New Orleans, Louisiana	08-26-94* Federal Register
1-BHC formation, City Bank & Trust, New Orleans, Louisiana.	

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Crescent Banking Company Jasper, Georgia	Not yet available
Through its subsidiary, Crescent Mortgage Services, Inc., Atlanta, Georgia, to engage de novo , in making, acquiring, or servicing loans or other extensions of credit, pursuant to Section 225.25(b)(1) of Regulation Y, and acting as principal agent, or broker for insurance activities, pursuant to Section 225.25(b)(8) of Regulation Y.	

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

<u>Application</u>
Compass Bank Pensacola, Florida
To become a member of the Federal Reserve System, pursuant to Section 9 of the Federal Reserve Act and Section 208.4 of Regulation H.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 26, 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>
Oakar	Firstbank Corporation Alma, Michigan St. Charles Branch of Standard Federal Bank, F.S.B. Troy, Michigan	N - **
Oakar	Associated Banc-Corp. Green Bay, Wisconsin North Shore Bank, F.S.B. Brookfield, Wisconsin	N - **
Merger	First Bank North Freeport, Illinois DeKalb, Illinois branch of Home Federal Savings & Loan Association Elgin, Illinois	N - **
Branch	Millbrook-Newark Bank Newark, Illinois Fox River Road and Whitfield Road Millbrook, Illinois	N - **
EFT	Comerica Bank Detroit, Michigan Henry Ford Health Systems 1 Ford Place Detroit, Michigan	N - 9-7-94
Oakar	Hawkeye Bancorporation Des Moines, Iowa Boone, Iowa branch of Midland Savings Bank, FSB Des Moines, Iowa	N - **
Branch	First of America Bank-North Michigan Grand Traverse, Michigan from 401 Bay Street to 212 Mitchell Street Petoskey, Michigan	N - **
Branch	Northern Trust Company Chicago, Illinois 7801 South State Street Chicago, Illinois	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	Worthington Bancorporation Worthington, Iowa Joseph Daly, Nancy Dunkel, Donald Kout, Donald Schrage & Wilma Bunn	FR - 8-17-94 NP - 8-23-94
Y-1	Vincent Bancorporation Vincent, Iowa Farmers Savings Bank Vincent, Iowa*	FR - 9-16-94 NP - **
Y-2	Country Bank Shares Corporation Mount Horeb, Wisconsin Belleville Bancshares Corporation Belleville, Wisconsin Belleville State Bank Belleville, Wisconsin*	FR - 8-22-94 NP - 8-17-94
Y-2	Ames National Corporation Ames, Iowa Randall-Story Bancshares, Inc. Story City, Iowa Randall-Story State Bank Story City, Iowa*	FR - 9-1-94 NP - 8-12-94
CoC-HC	North Linn Corporation Coggon, Iowa by Serge Sisler	FR - 9-15-94 NP - **
Y-1	N.S. Bancorp, Inc Chicago, Illinois Northwestern Savings Bank Chicago, Illinois*	FR - ** NP - **
Y-2	First Mid-Illinois Bancshares, Inc. Mattoon, Illinois Heartland Federal Savings and Loan Assoc. Mattoon, Illinois - convert to a Bank*	FR - ** NP - **
CoC	Lena Bancorp, Inc. Lena, Illinois by John Bollman	FR - 8-23-94 NP - 8-10-94
Y-2	Associated Banc-Corp. Green Bay, Wisconsin Spencer Bancorporation, Inc. Spencer, Wisconsin Spencer State Bank Spencer, Wisconsin*	FR - 8-29-94 NP - 8-27-94

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 - 9-2-94 NP - 8-19-94
Y-1	West Town Bancorp, Inc. Cicero, Illinois West Town Savings Bank Cicero, Illinois*	FR - 9-6-94 NP - 8-31-94
Y-2	Citizens Central Bancorp, Inc. Macomb, Illinois Roseville State Bank Roseville, Illinois*	FR - 9-5-94 NP - 9-1-94
CoC-HC	Charter National Bancorp, Inc. Taylor, Michigan Robert M. Taylor	FR - 9-1-94 NP - 8-18-94
Y-1	MBT Corp. Forest City, Iowa Manufacturers Bank & Trust Company Forest City, Iowa*	FR - 9-8-94 NP - **
Y-1	Maddox Financial, Inc. Hartford City, Indiana City Savings Bank Hartford City, Indiana*	FR - 9-19-94 NP - **
Y-2	Town Financial Corporation Hartford City, Indiana Maddox Financial, Inc. Hartford City, Indiana City Savings Bank Hartford City, Indiana*	FR - 9-19-94 NP - **
CoC-HC	Munter Agency, Inc. Strawberry Point, Iowa by Raymond J. Schirmer, Richard J. Foust & Robert L. Foust	FR - ** NP - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
4(c)(8)	Ambank Company, Inc. Sioux Center, Iowa Continue to engage in its insurance agency activities	FR - 9-1-94
4(c)(8)	Alpha Financial Group, Inc. Minonk, Illinois CDC--River Valley Community Development Corporation Springfield, Illinois	FR - 8-26-94
4(c)(8)	St. Francis Capital Corporation Milwaukee, Wisconsin Engage in making and servicing of loans	FR - 9-2-94
Y-4	St. Francis Capital Corporation Milwaukee, Wisconsin St. Francis Bank, F.S.B. Milwaukee, Wisconsin	FR - 9-2-94
Y-4	St. Francis Capital Corporation Milwaukee, Wisconsin St. Francis Equity Properties, Inc. Milwaukee, Wisconsin	FR - 9-2-94
4(c)(8)	West Town Bancorp, Inc. Cicero, Illinois Engage <u>de novo</u> in making and servicing of loans	FR - 9-6-94
4(c)(8)	F & M Bancorporation, Inc. Kaukauna, Wisconsin Engage in making & servicing of loans	FR - 9-19-94
Y-4	N.S. Bancorp, Inc. Chicago, Illinois Engage in making & servicing of loans	FR - **
Y-4	N.S. Bancorp, Inc. Chicago, Illinois Firstfed Bancshares, Des Plaines, Illinois First Federal For Savings	FR - **

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	First of America Bank Corporation Kalamazoo, Michigan F & C Bancshares, Inc. Murdock, Florida First Federal Savings Bank of Charlotte County Murdock, Florida Des Plaines, Illinois	FR - **

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>
ROS	Munter Agency, Inc. Strawberry Point, Iowa to redeem 3,879 shares of existing voting common stock

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

AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending August 26, 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

-Old Kent Bank and Trust Company
One Vandenberg Center
Grand Rapids, Michigan 49506-1438
(616) 771-5000

5/02/94

S

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING AUGUST 26, 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 United Bancshares, Inc., El Dorado, Arkansas, to acquire FirstBank, Texarkana, Texas.

Newspaper: 9/22/94

*Section 3(a)(1) application by First United of Texas, Inc., El Dorado, Arkansas, to acquire FirstBank, Texarkana, Texas.

Newspaper: 9/22/94

*Section 3(a)(3) application by Chambers Bancshares, Inc., Danville, Arkansas, to acquire Arkansas Valley Bank, Dardanelle, Arkansas.

Newspaper: 9/17/94

Change in Control Notification filed by Stewart M. Brumfield (individually), Stewart M. Brumfield (as trustee for the Valley Bank Employee Stock Ownership Plan), and Doris Brumfield, involving Valley Capital Corp., Rosedale, Mississippi (previously reported during week ending 8/19/94).

Fed. Reg: 9/15/94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application

End of Comment Period

Section 4(c)(8) application by Union Planters Corporation, Memphis, Tennessee, to acquire 100 percent of the voting shares of Sunburst Financial Group, Inc., Grenada, Mississippi (previously reported during week ending 8/19/94).

9/19/94

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 August 26, 1994

Name of Bank	Bank Address	Examination Date	Examination Rating
None			

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section I - Applications Subject to
Newspaper Notice Only

Application

Comment Period
Ending Date

NONE.

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

Application

Comment Period
Ending Date

Security Richland Bancorporation
Miles City, MT
To acquire 100% of the voting
shares of Hansen-Lawrence Agency,
Inc., Worden, MT*

9-19-94
(Federal Register)

Norwest Corporation
Minneapolis, MN
To acquire 100% of the voting
shares of American Republic
Bancshares, Inc., Belen, NM

Not yet available

*Subject to CRA

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

Application

Comment Period
Ending Date

Security Richland Bancorporation
Miles City, MT
To engage in general insurance
agency activities through the
acquisition of Hansen-Lawrence
Agency, Inc., Worden, MT

9-19-94

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

Application (Continued)

Comment Period
Ending Date

Norwest Corporation
Minneapolis, MN
To engage in mortgage lending
activities through the acquisition
of Carlson Mortgage Company,
Wakefield, MA, a joint venture with
Eastern Massachusetts Real Estate,
Inc.

9-'19-94

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 August 26, 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
------------------	---------------------	------------

NONE.

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
First United Bank, Parker, Colorado, for prior approval to establish a de novo branch facility at 8095 E. Belleview Avenue, Denver, Colorado.	Not Available
First State Bank of Taos, Taos, New Mexico, for prior approval to establish a de novo branch facility in Santa Fe, New Mexico.	Not Available
Heritage Bank of St. Joseph, St. Joseph, Missouri, 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>
Duane R. Thompson or Perry A. Thompson, both of Osage City, Kansas, for prior approval to acquire 22.3 percent of the voting shares of Freedom Bancshares, Inc., Osage City, Kansas.	September 19, 1994
Tongue River Valley Bancshares, Ranchester, Wyoming, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Ranchester State Bank, Ranchester, Wyoming.*	September 22, 1994
Liberty Bancorp, Inc., Oklahoma City, Oklahoma, for prior approval to acquire 100 percent of the voting shares of Rockwell Bancorp, Inc., Oklahoma City, Oklahoma, a bank holding company in the process of being formed. Alternatively, Liberty Bancorp has applied to acquire the voting shares of Rockwell Bank, N.A., directly if the formation of Rockwell BANCorp is not consummated.*	September 22, 1994

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

Federal Reserve Bank of Kansas City

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

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF AUGUST 22, 1994

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

APPLICATION

NOTICE EXP

Section 5(d)(3) Oakar application by
American Bancshares, Inc., Monroe, LA, to acquire through
its subsidiary, First American Bank & Trust of Louisiana,
Monroe, LA, certain assets and assume certain liabilities
of the Bossier City and Shreveport branches of Oak Tree
Federal Savings Bank, New Orleans, LA
(EMERGENCY ACQUISITION)

None required

Section 5(d)(3) Oakar application by
Minden Bancshares, Inc., Minden, LA, to acquire through
its subsidiary, Minden Bank & Trust Company, Minden, LA,
certain assets and assume certain liabilities of the Minden
branch of Oak Tree Federal Savings Bank, New Orleans, LA,
(EMERGENCY ACQUISITION)

None required

Section 18(C) application by
Minden Bank & Trust Company, Minden, LA, to acquire and
merge certain assets and liabilities of the Minden branch of
Oak Tree Federal Savings Bank, New Orleans, LA
(EMERGENCY ACQUISITION)

None required

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

APPLICATION

**** NOTICE EXP**

Change in Control Notice by
Joe Edwin Ford, Hamlin, TX, to acquire an
interest in Hamlin Financial Corporation, Hamlin, TX
(Previously reported during the week of 8-8-94)

08/24/94

Change in Control Notice by
Jack William Young; Myna Quartz Young; and Lancer
Partners, Ltd., Dallas, TX, to acquire an interest in
U B & T Holding Co., Abilene, TX

N/A

*Section 3(a)(3) application by
Brazos Bancshares, Inc., Joshua, TX, to acquire
Metro Bancshares, Inc., Alvarado, TX, and Alvarado
State Bank, Alvarado, TX

N/A

*Section 3(a)(3) application by
Olney Bancshares of Texas, Inc., Olney, TX, to
acquire Citizens National Bank of Breckenridge,
Breckenridge, TX 94/09/23

*Section 3(a)(3) application by
Thirddtier, Inc., Wilmington, DE, to acquire Citizens
National Bank of Breckenridge, Breckenridge, TX 94/09/23

*Section 3(a)(3) application by
Olney Bancshares, Inc., Olney, TX, to acquire Citizens
National Bank of Breckenridge, Breckenridge, TX 94/09/23

*Section 3(a)(3) application by
Olney Bancorp of Delaware, Inc., Wilmington, DE, to
acquire Citizens National Bank of Breckenridge,
Breckenridge, TX 94/09/23

**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

Notice by First Groesbeck Holding Company, Groesbeck, TX,
to redeem 44,081 shares of its preferred stock

* SUBJECT TO CRA.

** EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY.

N/A - NOT AVAILABLE AT THIS TIME.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF AUGUST 22, 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 8/26/94

Section I - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

The Prinville Bank, Prinville, Oregon, to establish a mobile branch facility in the Bend, Oregon, trade area. *

Newspaper: Not available

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

Investors Banking Corporation, Salem, Oregon, to acquire BKLA Bancorp, West Hollywood, California. *

Newspaper: Not available

Fed. Reg.: 9/16/94

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

Newspaper: 7/05/94 **

Fed. Reg.: 7/27/94 **

Section III - Applications Subject to Federal Register Notice Only

First Interstate Bancorp, Los Angeles, California, to join and to become a voting member of Star System, Inc.

Fed. Reg.: Not available

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

None

* Subject to CRA.

** Application refiled.

FEDERAL RESERVE BANK OF SAN FRANCISCO (cont'd.)

Week Ending 8/26/94

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during the week ending August 26, 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>
Mid-Peninsula Bank	420 Cowper Street Palo Alto, CA 94301 (415) 323-5150	5/02/94	Outstanding

*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.