

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1994, No. 37
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending September 10, 1994

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Citizens State Bancshares, Inc., Lankin, North Dakota
-- request for reconsideration of approval by the
Federal Reserve Bank of Minneapolis of the
application to acquire Citizens State Bank of
Lankin.
Denied, September 6, 1994.

Firststar Corporation, Milwaukee, Wisconsin -- to
acquire First Southeast Banking Corp., Lake Geneva,
Wisconsin, First Bank Southeast, N.A., Milwaukee,
and First Bank Southeast of Lake Geneva, N.A., Lake
Geneva, Wisconsin.
Approved, September 6, 1994.

Midwest Bancshares, Inc., Popular Bluff, Missouri --
to acquire First Southern Missouri Bancshares,
Inc., and Carter County State Bank, Van Buren,
Missouri.
Approved, September 6, 1994.

Rurban Financial Corporation, Defiance, Ohio --
request for reconsideration of Board's approval of
application to acquire The Citizens Savings Bank
Company, Pemberville, Ohio, and Pemberville Interim
Bank.
Denied, September 9, 1994.

BANK MERGERS

Rocky Mountain Bank, Billings, Montana -- to merge
with Powder River Bank of Broadus, Broadus;
Security State Bank, Harlem; Rocky Mountain Bank of
Plains, Plains; First State Bank of Stevensville,
Stevensville, and Whitehall State Bank, Whitehall,
Montana.
Approved, September 6, 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	Bank of McKenney, McKenney, Virginia -- to establish an Electronic Funds Transfer Facility in the Wal-Mart store at 671 South Park Boulevard, Colonial Heights, Virginia. Approved, September 9, 1994.
Chicago	First Commercial Bank, Chicago, Illinois -- to establish a branch at the northwest corner of Touhy & Kedzie, Skokie, Illinois. Approved, September 9, 1994.
Boston	Fleet Bank-NH, Nashua, New Hampshire -- to establish an automatic teller machine in Epping, New Hampshire. Approved, September 6, 1994.
Richmond	George Mason Bank, Fairfax, Virginia -- to establish a branch at 9872 Liberia Avenue, Manassas, Virginia. Approved, September 9, 1994.
Chicago	Liberty Bank, Milwaukee, Wisconsin -- to establish a branch at the southeast corner of North Port Washington Road and Green Tree Road, Glendale, Wisconsin. Approved, September 8, 1994.
Philadelphia	Meridian Bank, Reading, Pennsylvania -- to establish a branch at the 29th Street and North Church Street Office Complex, Hazleton, Pennsylvania. Approved, September 6, 1994.
Secretary	West One Bank, Idaho, Boise, Idaho -- to establish a branch in Albertson's Supermarket, 20 East Fairview Avenue, Meridian, Idaho. Approved, September 8, 1994.

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

BANK HOLDING COMPANIES

New York	Banco Santander, S.A., Santander, Spain -- to engage de novo in providing investment and financial advisory services through Santander Investment Securities, Inc., New York, New York. Permitted, September 9, 1994.
Kansas City	BOK Financial Corporation, Tulsa, Oklahoma -- to engage de novo in leasing personal property through BOKF Leasing Corporation. Permitted, September 6, 1994.
Atlanta	CB&T Holding Corporation, New Orleans, Louisiana -- to acquire City Bank & Trust. Approved, September 8, 1994.
Cleveland	Citizens Bancorp of Morehead, Inc., Morehead, Kentucky -- to acquire AMH Holding Company. Approved, September 6, 1994.
Kansas City	CMB SOLO, Colorado Springs, Colorado -- to acquire Cheyenne Mountain Bank. Approved, September 6, 1994.
St. Louis	Country Bancshares, Inc., Hull, Illinois -- to merge with Paloma Bancshares, Inc., Paloma, Illinois. Approved, September 9, 1994.
Chicago	F & M Bancorporation, Inc., Kaukauna, Wisconsin -- to acquire Union State Bank, Wautoma, Wisconsin. Approved, September 8, 1994.
Kansas City	Fairport Bancshares, Inc., Fairport, Missouri -- to acquire The Bank of Fairport. Approved, September 7, 1994.
Atlanta	First Central Bancshares, Inc., Lenoir City, Tennessee -- request for relief from commitment. Granted, September 8, 1994.
Chicago	First Citizens of Paris, Inc., Paris, Illinois -- to acquire Oakland National Bank, Oakland, Illinois. Approved, September 8, 1994.
Kansas City	First Pryor Bancorp, Inc., Pryor, Oklahoma -- to acquire The First National Bank of Pryor Creek. Approved, September 7, 1994.

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

BANK HOLDING COMPANIES

Atlanta	FNB Bancshares, Inc., Springfield, Georgia -- to acquire The First National Bank of Effingham. Approved, September 9, 1994.
St. Louis	Greensburg Bancorp, Inc., Shepherdsville, Kentucky -- to acquire Peoples Bancorp of Green County, Inc., Greensburg, Kentucky, and Peoples Bank and Trust Company. Approved, September 6, 1994.
San Francisco	Investors Banking Corporation, Salem, Oregon -- to acquire BKLA Bancorp, West Hollywood, California. Returned, September 7, 1994.
Cleveland	Mellon Bank Corporation, Pittsburgh, Pennsylvania -- to acquire Second National Federal Savings Association, Salisbury, Maryland. Approved, September 6, 1994.
Cleveland	Mellon Bank Corporation, Pittsburgh, Pennsylvania -- to acquire U.S. Bancorp Escrow Company, Seattle, Washington. Approved, September 9, 1994.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota -- to acquire First National Bank, Kerrville, Texas. Approved, September 6, 1994.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota -- to acquire Alexandria Securities and Investment Company, Alexandria, Minnesota. Approved, September 8, 1994.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota -- to engage in securities brokerage activities through Brokerage Business of Community State Bank of Alexandria, Alexandria, Minnesota. Approved, September 8, 1994.
St. Louis	Peoples First Corporation, Paducah, Kentucky -- to acquire Libsab Bancorp, Inc., Mayfield, Kentucky, and Liberty Bank & Trust Company. Approved, September 6, 1994.

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

BANK HOLDING COMPANIES

Atlanta	Southeastern Banking Corporation, Darien, Georgia -- to acquire United Citizens Bank of Alachua County, Alachua, Florida. Approved, September 9, 1994.
Kansas City	United Bancorporation of Wyoming, Inc., Jackson, Wyoming -- to acquire Drake-Lyman Bancshares, Inc., Sheridan, Wyoming. Approved, September 9, 1994.
San Francisco	Vallicorp Holdings, Inc., Fresno, California -- to merge with Mineral King Bancorp, Visalia, California, and acquire Mineral King National Bank. Approved, September 6, 1994.
Atlanta	West Coast Bancorp, Inc., Cape Coral, Florida -- to engage de novo in accounts receivable financing activities. Approved, September 8, 1994.

BANK MERGERS

San Francisco	Bank of Fresno, Fresno, California -- to merge with Mineral King National Bank. Visalia, California. Approved, September 6, 1994.
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BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

San Francisco	California Federal Bank, FSB, Los Angeles, California -- registration statement. Withdrawn, September 7, 1994.
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BANKS, STATE MEMBER

Director, BS&R	Chesapeake Bank, Kilmarnock, Virginia -- registration as transfer agent. Approved, September 8, 1994.
Director, BS&R	Continental Bank, Chicago, Illinois -- registration as transfer agent. Approved, September 7, 1994.

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

BANKS, STATE MEMBER

Director, BS&R Second Bank & Trust, Culpeper, Virginia --
 registration as transfer agent.
 Approved, September 7, 1994.

Director, BS&R Union Bank and Trust Company, Bowling Green, Virginia
 -- registration as transfer agent.
 Withdrawn, September 8, 1994.

COMPETITIVE FACTORS REPORTS

New York Allied Irish Banks, p.l.c., Dublin, Ireland, proposal
 on behalf of its New York branch to assume the
 liability to pay the retail deposits of the New
 York branch of The Governor and Company of the Bank
 of Ireland, Dublin, Ireland -- report on
 competitive factors.
 Submitted, September 7, 1994.

St. Louis CNB Bancshares, Inc., Evansville, Indiana, proposed
 acquisition of the assets and assumption of the
 liabilities of the King City Federal Savings Bank,
 Mount Vernon, Illinois -- report on competitive
 factors.
 Submitted, September 7, 1994.

Philadelphia CoreStates Bank, N.A., Philadelphia, Pennsylvania,
 proposed merger with Germantown Savings Bank, Bala
 Cynwyd, Pennsylvania -- report on competitive
 factors.
 Submitted, September 8, 1994.

St. Louis Farmers State Bank, Sturgis, Kentucky, proposed
 merger with Poole Deposit Bank, Poole, Kentucky --
 report on competitive factors.
 Submitted, September 7, 1994.

Chicago First Bank Southeast, National Association,
 Milwaukee, Wisconsin, proposed merger with Firststar
 Bank Milwaukee, National Association -- report on
 competitive factors.
 Submitted, September 6, 1994.

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

COMPETITIVE FACTORS REPORTS

Chicago	First Bank Southeast of Lake Geneva, Lake Geneva, Wisconsin, proposed merger with Firststar Bank Lake Geneva, National Association, Elkhorn, Wisconsin -- report on competitive factors. Submitted, September 6, 1994.
Kansas City	First National Bank of Sayre, Sayre, Oklahoma, proposed acquisition of the assets and assumption of the liabilities of the Clinton and Sayre, Oklahoma, branches of Bank IV Oklahoma, N.A., Tulsa, Oklahoma -- report on competitive factors. Submitted, September 6, 1994.
Richmond	First Republic Savings Bank, FSB, Roanoke Rapids, North Carolina, proposed merger with FCB Interim Federal Savings and Loan Association -- report on competitive factors. Submitted, September 6, 1994.
Chicago	Firststar Bank Lake Geneva, National Association, Elkhorn, Wisconsin, proposed purchase of certain assets and assumption of the deposit liabilities of the Burlington, Wisconsin, branch of First Bank Southeast National Association, Milwaukee, Wisconsin -- report on competitive factors. Submitted, September 6, 1994.
Atlanta	Louisiana Bank, West Monroe, Louisiana, proposed merger with Commercial National Bank, Shreveport, Louisiana -- report on competitive factors. Submitted, September 8, 1994.
Atlanta	MegaBank, Miami, Florida, proposed merger with BankAtlantic, A Federal Savings Bank, Fort Lauderdale, Florida -- report on competitive factors. Submitted, September 8, 1994.
Dallas	Northeast National Bank, N.A., Mesquite, Texas, proposed merger with Interim Northeast Bank -- report on competitive factors. Submitted, September 7, 1994.

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

COMPETITIVE FACTORS REPORTS

St. Louis	Peoples First National Bank & Trust Company, Paducah, Kentucky, proposed merger with First National Bank of La Center, La Center; Bank of Murray, Murray; First Liberty Bank of Calvert City, Calvert City; and Salem Bank, Inc., Salem, Kentucky -- report on competitive factors. Submitted, September 7, 1994.
St. Louis	Union Planters Bank of East Tennessee, National Association, Knoxville, Tennessee, proposed merger with Anderson County Bank, Clinton, Tennessee -- report on competitive factors. Submitted, September 7, 1994.

EXTENSIONS OF TIME

Richmond	Premier Bank, Inc., Wytheville, Virginia -- extension to March 13, 1995, to establish a branch at the intersection of U.S. Highway 21 and 52, and State Route 1005, Bland, Virginia. Granted, September 9, 1994.
St. Louis	Republic Bancorp, Inc., Louisville, Kentucky -- extension to November 4, 1994, to acquire Republic Bank of Shelby County, Shelbyville, Kentucky, and to merge with Republic Savings Bank, F.S.B. Granted, September 6, 1994.

MEMBERSHIP

Secretary	Farmers & Merchants Bank of Trenton, Trenton, Florida -- to become a member of the Federal Reserve System. Approved, September 7, 1994.
Secretary	Levy County State Bank, Chiefland, Florida -- to become a member of the Federal Reserve System. Approved, September 7, 1994.
St. Louis	Peoples Bank of Mississippi, Indianola, Mississippi - - to become a member of the Federal Reserve System. Approved, September 6, 1994.

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

RESERVE BANK SERVICES

Director, FRBO Federal Reserve Bank of Philadelphia -- to adopt a
floor cost methodology for Electronic Cash Letter
products.
Approved, September 7, 1994.

Director, FRBO Federal Reserve Bank of St. Louis -- to implement a
City Payor Bank Group Sort.
Approved, September 7, 1994.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES

Profitability of Credit Card Plans -- Annual Report
sent to the Congress.
Approved, August 22, 1994.

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

BANK BRANCHES, DOMESTIC

San Francisco Prineville Bank, Prineville, Oregon -- to establish a
mobile courier service.
Returned, August 31, 1994.

COMPETITIVE FACTORS REPORTS

Boston Key Bank of Maine, Portland, Maine, proposed merger
with Casco Northern Bank, N.A. -- report on
competitive factors.
Submitted, September 1, 1994.

Philadelphia Pennsylvania National Bank & Trust Company,
Pottstown, Pennsylvania, proposed purchase of
certain assets and assumption of certain
liabilities of one branch at Route 93 and Airport
Road, Hazleton, Pennsylvania, of PNC Bank, N.A.,
Pittsburgh, Pennsylvania -- report on competitive
factors.
Submitted, August 25, 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>
Home Port Bancorp, Inc., Nantucket, Massachusetts - Change in Control notification filed by Karl L. Meyer to acquire up to 13.85% of Home Port	Not Yet Established 09-08-94

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	09-26-94

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

<u>Application</u>
NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

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

*Subject to CRA.

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

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

ABSA Bank Limited, Johannesburg, South Africa, to establish
 a branch in New York, New York. N/A

Chemical Bank, New York, New York, to establish a branch at
 Teleway, Inc., 1600 Stewart Avenue, Westbury, New York. 1/ 10/8/94

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

Saban S.A., Marina Bay, Gibraltar to acquire directly up to
 2.45 percent and to acquire indirectly through its wholly-
 owned subsidiary, RNYC Holdings Limited, Marina Bay,
 Gibraltar, up to 1.32 percent of the outstanding voting shares
 of Republic New York Corporation, New York, New York ("RNYC"),
 and thereby own approximately 31 percent of the voting shares
 of RNYC. 1/ 10/6/94 2/

Pathfinder Bancorp, M.H.C., Oswego, New York to become a bank
 holding company with respect to Oswego City Savings Bank,
 Oswego, New York. 1/ 10/6/94 2/

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

Commerzbank AG, Frankfurt am Main, Federal Republic
 of Germany, to engage through its subsidiary, CB Clearing,
 Inc., Chicago, Illinois, in the execution and clearing,
 and clearing only of certain nonfinancial commodity
 futures contracts and options on futures contracts. N/A

Union Bank of Switzerland, Zurich, Switzerland, to
 acquire through its wholly-owned indirect subsidiary,
 UBS Asset Management (New York) Inc., substantially all of
 the assets of Timberland Resources, Inc. and its
 subsidiary, Resource Investments, Inc., both of West
 Lebanon, New Hampshire, and thereby engage in investment
 advisory activities. N/A

SECTION IV

Applications Not Involving
Public Comment

None.

SECTION V

Availability of CRA Public Evaluations

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Week Ending September 10, 1994

NAME OF BANK

RATING

EXAMINATION DATE

None.

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

FEDERAL RESERVE BANK OF PHILADELPHIA

Section I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

None

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

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

Dauphin Deposit Corporation, Harrisburg, PA, requests approval to acquire 33.3% of the voting shares of Loans USA, Incorporated, Pasadena, Maryland, and thereby engage in certain nonbanking activities, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Sections 225.25(b)(1)(i); (b)(1)(iii); (b)(8)(i) and (ii); (b)(7); (b)(21) of Regulation Y. (This proposal involves a joint venture.)

Fed Reg. comment period expires: 9/30/94

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

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

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

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 September 9, 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.

<u>Bank/Location</u>	<u>Examination Date</u>	<u>CRA Rating</u>
None	None	None

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

**APPLICATIONS BULLETIN
(For the week ending September 10, 1994)**

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received application from Summit Bank Fairlawn, Ohio, on September 7, 1994, to become a member of the Federal Reserve System.	*Not Yet Known #
Received OAKAR application from National City Corporation, Cleveland, Ohio, on August 30, 1994, to acquire Central Indiana Bancorp, Kokomo, Indiana.	*Not Yet Known #
Received OAKAR application from American Bancorportion, Wheeling, West Virginia, on August 29, 1994, to acquire the St. Clairsville and Steubenville, Ohio, branch offices of Buckeye Savings Bank, Bellaire, Ohio.	*Not Yet Known #
Received OAKAR application from PNC Bank Corp. Pittsburgh, Pennsylvania, on September 1, 1994, to acquire Brentwood Financial Corporation, Cincinnati, Ohio.	*Not Yet Known #
Received Section 18(c) application from Integra Bank/Pittsburgh, Pittsburgh, Pennsylvania, on August 29, 1994, to merge with Lincoln Savings Bank, Carnegie, Pennsylvania.	*Not Yet Known #
Received Section 18(c) application from Integra Bank/South, Uniontown, Pennsylvania, on August 29, 1994, to acquire through merger the Burgettstown, Pennsylvania, branch of Integra Bank/Pittsburgh, Pittsburgh, Pennsylvania.	*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

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

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

*F: 9/30/94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

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.

*September 16, 1994

Received Section 4(c)(8) application from PNC
Bank Corp., Pittsburgh, Pennsylvania, on September 1,
1994, to acquire Brentwood Financial Corporation,
Cincinnati, Ohio.

*Not Yet Known #

Received Section 4(c)(8) application from Pikeville
National Corporation, Lexington, Kentucky, on August 30,
1994, to acquire KenTrust Capital Management Inc., Lexington,
Kentucky.

*Not Yet Known #

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 #

* - 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

**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

**FEDERAL RESERVE BANK
OF CLEVELAND**

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

AVAILABILITY OF CRA PUBLIC EVALUATIONS
(September 10, 1994)

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

Federal Reserve Bank of Richmond

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

BB&T Financial Corporation, Wilson,
North Carolina, to acquire Commerce
Bank, Virginia Beach, Virginia.*

10-10-94

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

None.

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

Enterprise Bank and Trust Company,
Winston-Salem, North Carolina (the
proposed successor to Enterprise
National Bank of the Piedmont), for
membership in the Federal Reserve
System.

F & M Bank-Peoples, Warrenton, Virginia
(the proposed successor to The Peoples
National Bank of Warrenton), for membership
in the Federal Reserve System.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending September 9, 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>
One Valley Bank of Summerville, Inc. 811 Main Street Summerville, West Virginia 26651	6-20-94	Outstanding
The Annapolis Banking and Trust Company 236 Main Street Annapolis, Maryland 21401-2048	6-28-94	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending September 9, 1994

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
AmSouth Bank of Alabama Birmingham, Alabama To establish a branch located at 3080 McGehee Road, Montgomery, Alabama.	09-25-94*
Independent Bank of Ocala Ocala, Florida To establish a branch located at 7755 S.W. 65th Avenue Road, Ocala, Florida.	09-22-94*
Metro Bank of Dade County Miami, Florida To establish a branch located at 14499 South Dixie Highway, Coral Gables, Florida, to be known as the Kings Bay Branch.	09-10-94*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
First American Bancorp Athens, Georgia Change in control notice by Mr. John D. McLanahan and Ms. Valerie McLanahan Goetz, to acquire an additional 26.37 percent of First American Bancorp, Athens, Georgia. Total acquisition will equal 35.90 percent.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Liberty Shares, Inc. Hinesville, Georgia To engage de novo in consumer finance activities, pursuant to Section 225.25(b)(1)(i) of Regulation Y, and to engage in insurance agency activities, pursuant to Section 225.25(8)(i) and 225.25(8)(ii) of Regulation Y.	Not yet available
Trustmark Corporation Jackson, Mississippi To acquire Deville 1991 Limited Partnership, Vicksburg, Mississippi, pursuant to Section 4(c)(8) of the Bank Holding Company Act.	Not yet available

*Subject to provisions of the Community Reinvestment Act.

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

Application

SunTrust Banks, Inc.

Atlanta, Georgia

Request for waiver of the application requirement of Section 3(a)(5) of the Bank Holding Company Act for the proposal to merge its two wholly-owned subsidiaries, First United Bancorp, Inc., Florence, Alabama, into Third National Corporation, Nashville, Tennessee (Third National), thereby acquiring The First National Bank of Florence, Florence, Alabama. Third National will be the survivor.

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 - 8-26-94
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 - 9-23-94
Branch relocation	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 - **
Branch	Lake Forest Bank and Trust Company Lake Forest, Illinois 310 East Scranton Lake Bluff, Illinois	N - 9-26-94

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only
Continued

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
Branch relocation	First of America Bank - West Michigan Grand Rapids, Michigan from 5455 Clyde Park S.W. to 5381 Clyde Park S.W. Wyoming, Michigan	N - **
Oakar	NBD Bancorp, Inc. Detroit, Michigan Amerifed Bank, FSB Joliet, Illinois	N - **
Oakar	NBD Illinois, Inc. Park Ridge, Illinois Amerifed Bank, FSB Joliet, Illinois	N - **
EFT	Bankers Trust Company Des Moines, Iowa 150 East Euclid Des Moines, Iowa	N - 9-15-94

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	Vincent Bancorporation Vincent, Iowa Farmers Savings Bank Vincent, Iowa*	FR - 9-16-94 NP - 9-21-94
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 - 9-27-94 NP - **
Y-2	First Mid-Illinois Bancshares, Inc. Mattoon, Illinois Heartland Federal Savings and Loan Assoc. Mattoon, Illinois - convert to a Bank*	FR - 9-27-94 NP - **
Y-2	Marshall & Ilsley Corporation Milwaukee, Wisconsin Bank of Burlington Burlington, Wisconsin*	FR - 9-30-94 NP - **
Y-1	West Town Bancorp, Inc. Cicero, Illinois West Town Savings Bank Cicero, Illinois*	FR - 9-6-94 NP - 8-31-94
CoC-HC	Lamoine Bancorp, Inc. LaHarpe, Illinois by Charles W. Morrison	FR - ** NP - **
CoC-HC	State Center Financial, Inc. State Center, Iowa by Craig H. Haesemeyer	FR - ** NP - **
Y-1	Bellevue State Bank Employee Stock Ownership Plan Bellevue, Iowa Bellevue Service Company Bellevue, Iowa*	FR - 6-20-94 NP - **

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-2	Citizens Central Bancorp, Inc. Macomb, Illinois Roseville State Bank Roseville, Illinois*	FR - 9-5-94 NP - 9-1-94
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 - 9-11-94
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 - 9-11-94
CoC-HC	Munter Agency, Inc. Strawberry Point, Iowa by Raymond J. Schirmer, Richard J. Foust & Robert L. Foust	FR - 9-22-94 NP - **
CoC-HC	Mid Illinois Bancorp, Inc. Peoria, Illinois Mid Illinois Bancorp, Inc. Employee Stock Ownership Plan Peoria, Illinois	FR - ** NP - 8-31-94
Y-2	Ames National Corporation Ames, Iowa Randall-Story State Bank Story City, Iowa*	FR - 9-1-94 NP - 8-12-94

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
4(c)(8)	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 - 9-27-94
Y-4	N.S. Bancorp, Inc. Chicago, Illinois Firstfed Bancshares, Des Plaines, Illinois First Federal For Savings	FR - 9-27-94
Y-4	First Busey Corporation Urbana, Illinois First Busey Securities, Inc. Urbana, Illinois	FR - 9-30-94
Y-4	St. Francis Capital Corporation Milwaukee, Wisconsin St. Francis Insurance Corp Milwaukee, Wisconsin Engage in the sale of credit life and Disability Insurance	FR - 9-30-94
Y-4	First of America Bank Corporation Kalamazoo, Michigan F & C Bancshares, Inc. Murdock, Florida First Federal Savings Bank of Charlotte County Murdock, Florida	FR - 10-7-94
Y-4	First of America Bank Corporation Kalamazoo, Michigan First of America Securities, Inc. Kalamazoo, Michigan	FR - 9-28-94
4c8	D & TC, Inc. New Hampton, Iowa to engage <u>de novo</u> in making and servicing of loans	FR - 10-4-94

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register

Notice Only

Continued

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-4	Bellevue State Bank Employee Stock Ownership Plan Bellevue, Iowa to engage in insurance activities thru Bellevue insurance agency	FR - 6-20-94
Y-4	First of America Bank Corporation Kalamazoo, Michigan Presidential Holding Corporation Sarasota, Florida Presidential Bank, FSB Sarasota, Florida	FR - **
4c8	Maple Park Bancshares, Inc. Maple Park, Illinois to engage <u>de novo</u> in the servicing of mortgage loans	FR - **
SMB-OT	First Bank North Freeport, Illinois to become a limited partner in a community development project for low/moderate income housing	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
RoS	State Center Financial, Inc. State Center, Iowa to redeem 19,300 shares of its common stock from Susan & James Jorgensen

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

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING September 9, 1994

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
*Section 5(d)(3) application by Union Planters Corporation, Memphis, Tennessee, to merge its thrift subsidiary, First Federal Savings Bank of Maryville, Maryville, Tennessee, with its bank subsidiary, Union Planters Bank of East Tennessee, N.A. Knoxville, Tennessee.	10/10/94

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

<u>Application</u>	<u>End of Comment Period</u>
*Section 4(c)(8) application by Mercantile Bancorporation, Inc., St. Louis, Missouri, to acquire UNSL Financial Corp., Lebanon, Missouri.	Newspaper: 10/3/94
*Section 3(a)(3) application by Galatia Bancorp, Inc., Galatia, Illinois, to acquire The First State Bank of Mounds, Mounds, Illinois.	Newspaper: 10/1/94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
None.	

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

<u>Application</u>	<u>End of Comment Period</u>
None.	

* This application is subject to CRA.

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

AVAILABILITY OF CRA PUBLIC DISCLOSURES

Identification of Ratings:

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

FOR THE WEEK ENDING September 9, 1994

Name of Bank	Bank Address	Examination Date	Examination Rating
The Scott County State Bank	P. O. Box 158 Scottsburg, Indiana 47170	5-31-94	Satisfactory

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>
Norwest Corporation Minneapolis, MN To acquire 100% of the voting shares of American Republic Bancshares, Inc., Belen, NM*	September 27, 1994 (Federal Register)
Community First Bankshares, Inc. Fargo, ND To acquire 100% of the voting shares of Minowa Bancshares, Inc. Decoah, IA*	October 6, 1994 (Federal Register)
Fern S. DeLong, as Trustee of the Fern S. DeLong Trust, Anoka, MN To acquire 50% of the voting shares of Preferred Bancshares, Inc., Big Lake, MN*	October 7, 1994 (Federal Register)
Stearns Financial Services, Inc. Employee Stock Ownership Plan, Albany, MN To acquire 30% of the voting shares of Stearns Financial Services, Inc., Albany, MN*	September 23, 1994 (Newspaper)
Irvin J. Burich & Thomas A. Burich Voting Trust, to acquire Citizens Bancshares of Hutchinson, Inc., Hutchinson, MN*	October 5, 1994 (Federal Register)
First Interstate BancSystem of Montana, Inc., Billings, MT, to acquire Citizens Bancshares, Inc., Bozeman, MT*	October 10, 1994 (Federal Register)

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

Comment Period

Application

Ending Date

First Bancshares of Valley City, Inc.
Valley City, ND, to acquire Insurance
by Strehlow, Inc., Casselton, ND*

October 10, 1994
(Federal Register)

*Subject to CRA

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

Comment Period

Application

Ending Date

Stearns Financial Services, Inc.
Employee Stock Ownership Plan
Albany, MN to engage in general
insurance agency activities
through the acquisition of Stearns
Financial Services, Inc., Albany, MN

Not yet available

Q Bancorp, Inc., Geraldine, MT
To engage de novo in making
and servicing loans

Not yet available

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 September 9, 1994

ASSIGNMENT OF RATING

Identification of Ratings

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

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

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

BANK(S) EXAMINED	DATE OF EXAMINATION	CRA RATING
Farmers State Bank of Madelia, Inc. P.O. Box 188 Madelia, MN 56062-0188 (507) 642-3251	May 31, 1994	Outstanding

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
The Morris State Bank, Morris, Oklahoma, for prior approval to pay a dividend of \$60,000.	Not Available

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

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
First Colorado Bankshares, Inc., Telluride, Colorado, for prior approval to become a bank holding company through the acquisition of 80 percent of the voting shares of First National Bank of Telluride, Telluride, Colorado.*	October 7, 1994

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
None.	

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

<u>APPLICATION</u>
None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

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

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF SEPTEMBER 5, 1994

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

<u>APPLICATION</u>	<u>NOTICE EXP</u>
*Section 5(d)(3) Oakar transaction by Stratford Bancshares, Inc., Stratford, TX (First State Bank, Stratford, TX), to acquire, through a merger transaction, North Plains Savings and Loan Association, 500 East First Street, Dumas, TX	N/A
*Section 5(d)(3) Oakar transaction by Stratford Bancshares of Delaware, Inc., Dover, DE (First State Bank, Stratford, TX), to acquire, through a merger transaction, North Plains Savings and Loan Association, 500 East First Street, Dumas, TX	N/A
*Section 5(d)(3) Oakar transaction by Heritage Texas Group, Inc., Employee Stock Ownership Plan, Pittsburg, TX (Pittsburg National Bank, Pittsburg, TX), to acquire the Marshall Branch of Pacific Southwest Bank, F.S.B., Corpus Christi, TX (Branch is located at 400 S. Alamo Blvd., Marshall, TX)	94/08/13
*Section 5(d)(3) Oakar transaction by Heritage Texas Group, Inc., Pittsburg, TX (Pittsburg National Bank, Pittsburg, TX), to acquire the Marshall Branch of Pacific Southwest Bank, F.S.B., Corpus Christi, TX (Branch is located at 400 S. Alamo Blvd., Marshall, TX)	94/08/13
*Section 5(d)(3) Oakar transaction by Heritage Delaware Corporation, Dover, DE (Pittsburg National Bank, Pittsburg, TX), to acquire the Marshall Branch of Pacific Southwest Bank, F.S.B., Corpus Christi, TX (Branch is located at 400 S. Alamo Blvd., Marshall, TX)	94/08/13

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

<u>APPLICATION</u>	<u>** NOTICE EXP</u>
Change in Control Notice by T. K. Farris, Jr., Trustee of Thomas Kinder Farris Trust, and Martha White Farris, Floydada, TX, to acquire an interest in Floyd County Bancshares, Inc., Floydada, TX	N/A

Change in Control Notice by Eloise Pohlada, Edina, NM; Howard Wolf, John Knox, Cole Thomson, Walter Manning, Sherwin Siff, Chris Bagley, Malcolm Granberry, Bob Grundy, Robert Hutson, David Moulton, Joe Sykes, John Carson, Terrence Schillaci, Sam Sicola, Scott Siff, and Charles Vernon, Houston, TX, to acquire an interest in B.O.A. Bancshares, Inc., Houston, TX	N/A
*Section 3(a)(3) application by Woodforest Bancshares, Inc., Houston, TX, to acquire Sun Belt Bancshares Corporation, Wilmington, DE, and National Bank of Conroe, Conroe, TX	N/A
*Section 3(a)(1) application by Woodforest Holdings Corporation, Houston, TX, to acquire Sun Belt Bancshares Corporation, Wilmington, DE, and National Bank of Conroe, Conroe, TX	N/A
*Section 3(a)(1) application by Sun Belt Bancshares Corporation, Wilmington, DE, to acquire National Bank of Conroe, Conroe, TX	N/A
*Section 3(a)(3) application by Texas Financial Bancorporation, Inc., Minneapolis, MN, to acquire Burleson State Bank, Burleson, TX	N/A
*Section 3(a)(3) application by First Bancorp, Inc., Denton, TX, to acquire Burleson State Bank, Burleson, TX	N/A
*Section 3(a)(3) application by First Delaware Bancorp, Inc., Dover, DE, to acquire Burleson State Bank, Burleson, TX	N/A
*Section 3(a)(1) application by Abrams Centre Bancshares, Inc., Dallas, TX, to acquire Abrams Centre National Bank, Dallas, TX (Previously reported during the week of 8-29-94)	94/09/25
*Section 3(a)(1) application by Heritage Texas Group, Inc., Employee Stock Ownership Plan, Pittsburg, TX, to acquire Heritage Delaware Corporation, Dover, DE; Heritage Texas Group, Inc., Pittsburg, TX; and Pittsburg National Bank, Pittsburg, TX	94/08/13
*Section 3(a)(1) application by Heritage Texas Group, Inc., Pittsburg, TX, to acquire Heritage Delaware Corporation, Dover, DE, and Pittsburg National Bank, Pittsburg, TX	94/08/13
*Section 3(a)(1) application by Heritage Delaware Corporation, Dover, DE, to acquire Pittsburg National Bank, Pittsburg, TX	94/08/13

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

<u>APPLICATION</u>	<u>NOTICE EXP</u>
Section 4(c)(8) application by Stratford Bancshares, Inc., Stratford, TX, to acquire Panhandle Management Corporation, Dumas, TX	N/A
Section 4(c)(8) application by Stratford Bancshares of Delaware, Inc., Dover, DE, to acquire Panhandle Management Corporation, Dumas, TX	N/A

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

APPLICATION

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

* SUBJECT TO CRA.
** EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY.
N/A - NOT AVAILABLE AT THIS TIME.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF SEPTEMBER 5, 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 9/09/94

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Home Valley Bank, Grants Pass, Oregon, to establish a limited mobile branch in the Grants Pass, Oregon, service area. *	<u>Newspaper:</u> 9/30/94
San Benito Bank, Hollister, California, to establish a branch office in San Juan Bautista, California. *	<u>Newspaper:</u> Not available
Bank of America Nevada, Las Vegas, Nevada, to establish an ATM at 2500 W. Spring Mountain Road, Las Vegas, Nevada. *	<u>Newspaper:</u> Not available
Bank of America Nevada, Las Vegas, Nevada, to establish 7 ATM's at Raley's Drug Centers located at 1441 Mayberry Drive, 4047 So. Virginia Street, 701 Keystone Avenue, 1075 N. Hills Boulevard, Unit 270, all of Reno, Nevada; 2050 Pyramid Way, Sparks, Nevada; 3701 S. Carson Street, Carson City, Nevada; and 2511 Mountain City Highway, Elko, Nevada. *	<u>Newspaper:</u> Not available
Bank of America Nevada, Las Vegas, Nevada, to establish ATM's at Meadows Mall, Las Vegas, Nevada; and Piper's Casino, Silver Springs, Nevada. *	<u>Newspaper:</u> Not available

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

Superior Holdings, Inc., Scottsdale, Arizona, to become a bank holding company by acquiring DeAnza Holding Corporation and its subsidiary, DeAnza Bank, both of Sunnyvale, California. *	<u>Newspaper:</u> 09/30/94
	<u>Fed. Reg.:</u> 10/10/94
SN, Ltd., Moab, Utah, to become a bank holding company through the acquisition of First Western Bancorporation, Moab, Utah. *	<u>Newspaper:</u> 10/14/94
	<u>Fed. Reg.:</u> 10/10/94

* Subject to CRA.

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

Week Ending 9/09/94

Section III - Applications Subject to Federal Register Notice Only

Westamerica Bancorporation, San Rafael, California, Fed. Reg.: 10/05/94
to engage de novo in providing retirement and
employee benefit plan consulting services through
Westcore, San Rafael, California.

Superior Holdings, Inc., Scottsdale, Arizona, to Fed. Reg.: 10/10/94
continue to engage in originating, closing, selling
and servicing single-family home mortgage loans in
the Phoenix, Arizona, area.

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

None

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during
the week ending September 9, 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>
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None

*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.