

ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1994, No. 49
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending December 3, 1994

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Colonial Mutual Life Assurance Society Limited,
Melbourne, Australia -- request for exemption from
certain provisions of the Bank Holding Company Act
in connection with the acquisition of State Bank of
New South Wales, which has a branch in New York
City.
Granted, November 30, 1994.

BANK MERGERS

First Security Bank, Fort Lupton, Colorado -- to
purchase the assets and assume the liabilities of
seven Colorado branches of World Savings and Loan
Association, Oakland, California; and to establish
branches.
Approved, November 28, 1994.

ENFORCEMENT

Bank Melli Iran, Tehran, Iran -- order of assessment
of a civil money penalty.
Announced, November 29, 1994.

Bank Melli Iran, Tehran, Iran, Bank Melli Iran New
York Agency, New York, New York, and Bank Melli
Iran Los Angeles Agency, Los Angeles, California -
- written agreement dated November 22, 1994, with
the Federal Reserve Bank of New York and the
Superintendent of Banks of the State of New York.
Announced, November 30, 1994.

Bank Saderat Iran, Teheran, Iran, and Bank Saderat
Iran, New York Agency, New York, New York -- cease
and desist order and an order of assessment of
civil money penalty.
Announced, November 29, 1994.

Bank Sepah Iran, Teheran, Iran -- order of assessment
of civil money penalty.
Announced, November 29, 1994.

Bankers Trust New York Corporation, New York, New
York, Bankers Trust Company, and BT Securities --
written agreement dated December 4, 1994, with the
Federal Reserve Bank of New York.
Authorized, November 28, 1994.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ENFORCEMENT

First State Bank of West Manchester, West Manchester, Ohio -- written agreement dated November 22, 1994, with the Federal Reserve Bank of Cleveland and the Superintendent of Banks for the State of Ohio. Announced, November 30, 1994.

INTERNATIONAL OPERATIONS

Citibank Overseas Investment Corporation, New Castle, Delaware -- to make an investment as part of Citicorp's Chilean holdings. Permitted, December 1, 1994.

REGULATIONS AND POLICIES

Regulations H and Y -- amendment to Regulation H to allow state member banks to make investments designed to promote the public welfare (Docket R-0838); and revision to Regulation Y to interpretation concerning the scope of community development activities permissible for bank holding companies to incorporate changes for member banks (Docket R-0860). Approved, November 30, 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

Atlanta	Citizens Trust Bank, Atlanta, Georgia -- to establish a branch at 2840 East Point Street, East Point, Georgia. Approved, November 29, 1994.
Richmond	F & M Bank-Emporia, Emporia, Virginia -- to establish an electronic funds transfer facility in the Sadler Travel Plaza at the intersection of Interstate 95 and U.S. Highway 58 West, Emporia, Virginia. Approved, December 1, 1994.
Chicago	Farmers State Bank of Western Illinois, New Windsor, Illinois -- to establish a branch at 201 South College Avenue, Aledo, Illinois. Approved, December 1, 1994.
Atlanta	First Western Bank, Cooper City, Florida -- to establish a branch at the Northwest corner of the intersection of Pines Boulevard and 184th Avenue, Pembroke Pines, Florida. Approved, December 1, 1994.
Philadelphia	Meridian Bank, Reading, Pennsylvania -- to establish a remote service facility in the SuperFresh Food Market, 643 Conchester Highway, Boothwyn, Pennsylvania. Approved, November 29, 1994.
Kansas City	Pioneer Bank of Longmont, Longmont, Colorado -- to establish a branch at 344 Main Street, Lyons, Colorado. Approved, December 1, 1994.

BANK HOLDING COMPANIES

New York	Banco Santander, S.A. Santander, Spain -- waiver of application to acquire Baltimore Bancorp, Baltimore, Maryland, and The Bank of Baltimore Interim Federal Savings Bank. Granted, December 1, 1994.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Atlanta	Bank South Corporation, Atlanta, Georgia -- to merge with Gwinnett Bancshares, Inc., Lawrenceville, Georgia. Approved, November 30, 1994.
St. Louis	Banterra Corp, Eldorado, Illinois -- to acquire the assets of Ron Clark Insurance, Inc. Approved, November 28, 1994.
San Francisco	California Bancshares, Inc., San Ramon, California -- to acquire Bank of Livermore, Livermore, California. Approved, November 29, 1994.
Dallas	Casey Bancorp, Inc., Grand Prairie, Texas -- to acquire Grand Prairie State Bank. Approved, November 29, 1994.
Dallas	Century Capital Financial, Inc., Kilgore, Texas -- to acquire Century Capital Financial-Delaware, Wilmington, Delaware, and City National Bank of Kilgore, Kilgore, Texas. Approved, December 2, 1994.
Dallas	Century Capital Financial-Delaware, Inc., Wilmington, Delaware -- to acquire City National Bank of Kilgore, Kilgore, Texas. Approved, December 2, 1994.
Chicago	Chadwick Bancshares, Inc., Chadwick, Illinois -- to acquire Community Insurance, Inc., Miles, Iowa. Approved, December 2, 1994.
San Francisco	Charter Bancorporation, Scottsdale, Arizona -- to engage de novo in lending activities. Permitted, November 28, 1994.
New York	Chemung Financial Corporation, Elmira, New York -- to acquire Owego National Financial Corporation, Owego, New York, and Owego National Bank. Approved, December 1, 1994.

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

BANK HOLDING COMPANIES

Chicago	D & D Bancshares, Inc., Mount Auburn, Iowa -- to purchase participation loans from subsidiary bank. Returned, November 30, 1994.
Minneapolis	Dakota Community Bancshares, Inc., Hebron, North Dakota -- to acquire Hebron Bancshares, Inc., and First State Bank, New Leipzig, North Dakota. Approved, December 2, 1994.
Minneapolis	Dutton Bancorporation, Inc., Dutton, Montana -- to acquire Dutton State Bank. Approved, December 2, 1994.
Chicago	FBOP Corporation, Oak Park, Illinois -- to acquire Citizens National Bank, Teague, Texas. Approved, November 30, 1994.
Dallas	Fidelity Resources, Inc., Dallas, Texas -- to acquire EastPark Bancshares, Inc., Dallas, Texas, and EastPark National Bank. Approved, November 30, 1994.
Philadelphia	First Fidelity Bancorporation, Lawrenceville, New Jersey -- request for waiver of application filing requirements to acquire Baltimore Bancorp, Baltimore, Maryland. Granted, November 28, 1994.
Chicago	First Mid-Illinois Bancshares, Inc., Mattoon, Illinois -- to acquire Heartland Federal Savings and Loan Association. Approved, November 30, 1994.
Atlanta	Florida Gulfcoast Bancorp, Inc., Sarasota, Florida -- to acquire Enterprise National Bank of Sarasota. Approved, November 30, 1994.
Chicago	GreatBanc, Inc., Aurora, Illinois -- to acquire GreatBank, Algonquin, Illinois. Returned, December 1, 1994.

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

BANK HOLDING COMPANIES

Chicago	IBT Bancorp, Inc., Mt. Pleasant, Michigan -- to engage de novo in securities brokerage through IBT Financial Services, Inc. Permitted, December 1, 1994.
Chicago	Maple Park Bancshares, Inc., Maple Park, Illinois -- to engage de novo in the servicing of mortgage loans. Permitted, December 1, 1994.
Kansas City	Mountain Bancshares, Inc., Los Alamos, New Mexico -- to acquire Mountain Community Bank. Returned, November 29, 1994.
Director, BS&R	NationsBank Corporation, Charlotte, North Carolina -- request to extend funding to a subsidiary. Granted, December 2, 1994.
Atlanta	PAB Bankshares, Inc., Valdosta, Georgia -- to acquire First Federal Savings Bank of Bainbridge, Bainbridge, Georgia, First Service and Development Corporation, and Empire Financial Services, Inc., and engage in the activities of a savings and loan association. Approved, December 1, 1994.
Chicago	Raddatz Family Partnership, Chicago, Illinois -- to acquire East Side Financial, Inc., and East Side Savings Bank. Approved, November 29, 1994.
Dallas	SWFC Delaware Financial Corporation, Dover, Delaware -- to acquire State Bank & Trust Company, Beeville, Texas, and Commercial State Bank, Sinton, Texas. Approved, November 29, 1994.
Atlanta	TB&C Bancshares, Inc., Columbus, Georgia -- to lease voting rights of Synovus Financial Corp., Columbus, Georgia. Approved, December 2, 1994.

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

BANK HOLDING COMPANIES

Dallas	Yoakum National Bancshares, Inc., Yoakum, Texas -- to acquire Yoakum National Bancshares-Delaware, Inc., Wilmington, Delaware, and Yoakum National Bank, Yoakum, Texas. Approved, November 29, 1994.
Dallas	Yoakum National Bancshares-Delaware, Inc., Wilmington, Delaware -- to acquire Yoakum National Bank, Yoakum, Texas. Approved, November 29, 1994.

BANK MERGERS

New York	Chemung Canal Trust Company, Elmira, New York -- to merge with Owego National Bank, Owego, New York. Approved, November 28, 1994.
Secretary	Humboldt Bank, Eureka, California -- to acquire certain assets and assume certain liabilities of branches at 385 Main Street, Loleta; 39171 Highway 299, Willow Creek, and 409 Main Street, Weaverville, California. Approved, November 30, 1994.
Cleveland	Integra Bank / South, Uniontown, Pennsylvania -- to acquire the Burgettstown, Pennsylvania, branch of Integra Bank/Pittsburgh, and to establish a branch. Approved, December 2, 1994.
Cleveland	Integra Bank/Pittsburgh, Pittsburgh, Pennsylvania -- to merge with Lincoln Savings Bank, Carnegie, Pennsylvania. Approved, December 2, 1994.

BANK PREMISES

Chicago	Community Bank of Elmhurst, Elmhurst, Illinois -- investment in bank premises. Approved, November 30, 1994.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANKS, STATE MEMBER

Chicago	Central State Bank, Muscatine, Iowa -- payment of a dividend. Approved, November 29, 1994.
Kansas City	Farmers State Bank and Trust Company, Lexington, Nebraska -- payment of a dividend. Approved, November 30, 1994.
Kansas City	First Security Bank, Newcastle, Wyoming -- payment of a dividend. Approved, November 30, 1994.

CAPITAL STOCK

Dallas	B.O.A. Bancshares, Inc., Houston, Texas -- redemption of shares. Approved, December 2, 1994.
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CHANGE IN BANK CONTROL

Chicago	Community Bancshares, Inc., Nobleville, Indiana -- change in bank control. Permitted, November 29, 1994.
Atlanta	Florida Bancorporation, Inc., Palm Harbor, Florida -- change in bank control. Permitted, December 2, 1994.
Chicago	Mid Illinois Bancorp, Inc., Peoria, Illinois -- change in bank control. Permitted, December 1, 1994.
Dallas	Southwest First Community, Inc., Beeville, Texas -- change in bank control. Permitted, December 1, 1994.
Dallas	Texas Community Bancshares, Inc., Dallas, Texas -- change in bank control. Permitted, November 29, 1994.
Kansas City	Western Bancorp, Inc., Garden City, Kansas -- change in bank control. Permitted, December 1, 1994.

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

CHANGE IN BANK CONTROL

Kansas City Whitcorp Financial Company, Leoti, Kansas -- change
in bank control.
Permitted, December 1, 1994.

COMPETITIVE FACTORS REPORTS

Atlanta Allied Bank of Georgia, Thomson, Georgia, proposed
purchase of certain assets and assumption of
certain liabilities associated with the Washington,
Georgia, branch of First Union National Bank of
Georgia, Atlanta, Georgia -- report on competitive
factors.
Submitted, November 30, 1994.

Cleveland Bank of Boone County, Inc., Florence, Kentucky,
proposed merger with Interim Kentucky Bank --
report on competitive factors.
Submitted, November 29, 1994.

San Francisco Bank of Whitman, Colfax, Washington, proposed
purchase of assets and assumption of liabilities of
Key Bank of Washington, Tacoma, Washington --
report on competitive factors.
Submitted, December 2, 1994.

Cleveland Bank One, Denver, N.A., Denver, Colorado, proposed
merger with Bank One Boulder, Boulder; Bank One
Colorado Springs, N.A., Colorado Springs; Bank One,
Fort Collins / Loveland, N.A., Loveland; Bank One,
Greeley, N.A., Greeley; and Bank One, Western
Colorado, N.A., Salida, Colorado -- report on
competitive factors.
Submitted, November 28, 1994.

Cleveland Bank One, Lexington, N.A., Lexington, Kentucky,
proposed purchase of certain assets and assumption
of liabilities of Liberty National Bank and Trust
Company of Kentucky, Louisville, Kentucky -- report
on competitive factors.
Submitted, November 28, 1994.

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

COMPETITIVE FACTORS REPORTS

Kansas City	Citizens National Bank of Fort Scott, Fort Scott, Kansas, proposed merger with The Bank of Kincaid, Kincaid, Kansas -- report on competitive factors. Submitted, November 30, 1994.
Atlanta	First Alabama Bank, Montgomery, Alabama, proposed merger with Union Bank & Trust Company -- report on competitive factors. Submitted, December 2, 1994.
Chicago	First Financial Corporation, Stevens Point, Wisconsin, proposed acquisition of FirstRock Bancorp, Inc., Rockford, Illinois, and First Federal Savings Bank, FSB -- report on competitive factors. Submitted, December 1, 1994.
Boston	Kingfield Savings Bank, Kingfield, Maine, proposed acquisition of the assets and assumption of the liabilities of the Kingfield, Stratton, Strong, and Bingham branches of Fleet Bank of Maine, Portland, Maine -- report on competitive factors. Submitted, December 1, 1994.
Dallas	New Menard National Bank, Menard, Texas, proposed merger with Menard National Bank -- report on competitive factors. Submitted, November 28, 1994.
Minneapolis	Norwest Bank Billings, N.A., Billings, Montana, proposed merger with Montana Bank, N.A.; Bank of Montana, N.A., Great Falls; Norwest Bank Anaconda-Butte, N.A., Anaconda; Norwest Bank Dillon, N.A., Dillon; Norwest Bank Great Falls, N.A., Great Falls; Norwest Bank Helena, N.A., Helena; Norwest Bank Kalispell, N.A., Kalispell; Norwest Bank Lewiston, N.A., Lewiston; and Norwest Capital Management & Trust Co., Billings, Montana -- report on competitive factors. Submitted, November 30, 1994.

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

COMPETITIVE FACTORS REPORTS

Cleveland	PNC Bank, N.A., Pittsburg, Pennsylvania, proposed purchase of certain assets and assumption of certain liabilities of Bank Leumi-Le-Isreal, B.M., Philadelphia, Pennsylvania -- report on competitive factors. Submitted, November 29, 1994.
Secretary	U.S. Bank of Southwest Washington, Vancouver, Washington, proposed merger with First State Bank of Oregon, Canby, Oregon -- report on competitive factors. Submitted, December 2, 1994.

EXTENSIONS OF TIME

St. Louis	Arvest Bank Group, Inc., Bentonville, Arkansas -- extension to February 21, 1995, to acquire Arvest Savings Bank, FSB, Tulsa, Oklahoma. Granted, December 2, 1994.
San Francisco	Dai-Ichi Kangyo Bank, Limited, Tokyo, Japan -- extension to divest certain property. Granted, November 29, 1994.
Chicago	F & M Bancorporation, Inc., Kaukauna, Wisconsin -- extension to March 7, 1995, to acquire Union State Bank, Wautoma, Wisconsin. Granted, November 28, 1994.
Atlanta	Family Bank, Hallandale, Florida -- extension to December 28, 1995, to establish a branch at the northeast corner of the intersection of Pines Boulevard and N.W. 184th Avenue, Pembroke Pines, Florida. Granted, November 30, 1994.
St. Louis	Hometown Bancorp, Inc., Milan, Tennessee -- extension to December 31, 1994, to acquire Bank of Milan, Milan, Tennessee. Granted, November 29, 1994.

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

EXTENSIONS OF TIME

Dallas	Pioneer Bankshares, Inc., Fredericksburg, Texas -- extension to February 13, 1995, to acquire Pioneer II Bankshares, Inc., Dover, Delaware, and Pioneer National Bank, Fredericksburg, Texas Granted, December 1, 1994.
Dallas	Pioneer II Bankshares, Inc., Dover, Delaware -- extension to February 13, 1995, to acquire Pioneer National Bank, Fredericksburg, Texas. Granted, December 1, 1994.
San Francisco	Sakura Bank, Ltd., Tokyo, Japan -- extension to divest certain property. Granted, November 30, 1994.
Cleveland	Victory Bancshares, Inc., Mount Victory, Ohio -- extension to February 28, 1995, to acquire The Mt. Victory State Bank. Granted, November 30, 1994.
Chicago	Whitewater Bancorp, Inc., Whitewater, Wisconsin -- extension to February 23, 1995, to engage in lending activities, equity investments, and limited and general partnership investments involved in community development through CRA Development Corporation, Whitewater, Wisconsin. Granted, November 28, 1994.

INTERNATIONAL OPERATIONS

Director, BS&R	Citibank Overseas Investment Corporation, New Castle, Delaware -- to make an investment in connection with the reorganization of Citicorp's Chilean holdings. Approved, December 1, 1994.
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NOVEMBER 28, 1994 TO DECEMBER 2, 1994

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

MEMBERSHIP

St. Louis	Belgrade State Bank, Potosi, Missouri -- to become a member of the Federal Reserve System. Approved, November 29, 1994.
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ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Norwest Corporation, Minneapolis, Minnesota -- request for an interpretation of the cross-marketing firewall with respect to section 20 subsidiaries, and for permission to underwrite and deal in certain unrated municipal revenue bonds; and delegation of authority to the Director, Division of Banking Supervision and Regulation to act on future requests to underwrite and deal in unrated municipal revenue bonds.

Approved, November 23, 1994.

REGULATIONS AND POLICIES

Regulation C -- amendments concerning the form and content of Home Mortgage Disclosure Act disclosures (Docket R-0839).

Approved, November 23, 1994.

Regulations H and Y -- amendment to the risk-based capital guidelines for state member banks and bank holding companies to recognize the risk-reducing benefits of netting arrangements (Docket R-0837).

Approved, November 23, 1994.

Texas floods -- temporary exceptions to Regulation Z to grant relief to consumers and financial institutions in major disaster areas due to floods in Texas.

Approved, November 23, 1994.

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

BANK HOLDING COMPANIES

Cleveland	Citizens Bancshares, Inc., Salineville, Ohio -- to engage de novo in courier service activities. Permitted, November 19, 1994.
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COMPETITIVE FACTORS REPORTS

Richmond	First-Citizens Bank & Trust Company, Raleigh, North Carolina, proposed merger with the successor to First Investors Savings Bank, Inc., SSB, Whiteville, North Carolina -- report on competitive factors. Submitted, October 30, 1994.
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EXTENSIONS OF TIME

San Francisco	Bank of Seoul, Seoul, Korea -- extensions to divest certain properties. Granted, November 20, 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>
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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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Shawmut National Corporation, Hartford, Connecticut - 3(a)(1)/3(a)(3) application to acquire Shawmut Bank New York, N.A., Schenectady, New York*	<u>Newspaper</u> Not Yet Established <u>Federal Register</u> 12-30-94
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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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Bank of Boston Corporation, Boston, Massachusetts - 4(c)(8) notification to engage in consumer finance activities through the acquisition of 100% of Ganis Capital Corporation, Newport Beach, California and, indirectly, 50% of Thor Credit Corporation, Newport Beach, California	<u>Federal Register</u> 12-19-94
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State Street Boston Corporation, Boston, Massachusetts - 4(c)(8) notification to acquire IFTC Holdings, Inc., Kansas City, Missouri	<u>Federal Register</u> Not Yet Established
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SECTION IV - APPLICATIONS NOT SUBJECT TO
FEDERAL REGISTER OR NEWSPAPER NOTICE

Application

NONE

*Subject to CRA.

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

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution

Examination Date

Rating**

NONE

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

Trustco Bank New York, Schenectady, New York, to establish a
branch at Malta Mall, 43 Round Lake Road, Malta, New York. 1/ 12/16/94

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

None.

SECTION III

Nonbanking Applications
(subject to Federal Register Notice Only)

None.

SECTION IV

Applications Not Involving
Public Comment

None.

/ Subject to provisions of Community Reinvestment Act.

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 December 3, 1994

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
Growth Bank 1500 Route 202 Basking Ridge, NJ 07920	Satisfactory	July 25, 1994

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

FEDERAL RESERVE BANK OF PHILADELPHIA

Section I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Keystone Financial, Inc., Harrisburg, Pennsylvania to establish a non-bank subsidiary to be named Key Trust Company, which will engage in the trust activities of Keystone's subsidiary, Frankford Trust Company, Philadelphia, Pennsylvania, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(3) of Regulation Y.

Federal Register comment period expires: N/A

Susquehanna Bancshares, Inc., Lititz, Pennsylvania requests approval to acquire 100% of the voting shares of Atlanfed Bancorp, Inc, and its wholly owned subsidiary, Atlantic Federal Savings Bank, Baltimore, Maryland, pursuant to Section 4(c)(8) of Bank Holding Company Act and Section 225.25(b)(9) of Regulation Y.

Federal Register comment period expires: 12/13/94

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

NONE

1/ Subject to provisions of Community Reinvestment Act.

* N/A - not yet available.

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

APPLICATIONS BULLETIN
(For the week ending December 3, 1994)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received prior notice from Cortland Savings and Banking Company, Cortland, Ohio, on November 23, 1994, of its intent to establish a branch facility at 6050 Youngstown Road, Niles, Ohio.

* Not Yet Known #

Received prior notice from Premier Bank & Trust, Elyria, Ohio, on December 2, 1994, of its intent to establish branch facilities at 38475 Chestnut Ridge Road, Elyria, Ohio, and 15181 State Route 58, Oberlin, Ohio.

* Not Yet Known #

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

Received Section 3(a)(3) application from KeyCorp, Cleveland, Ohio, on November 23, 1994, to acquire OmniBancorp, Denver, Colorado.

* F: December 27, 1994

Received Section 3(a)(1) application from Community First BancShares, Inc., Forest, Ohio, on November 30, 1994, to acquire Community First Bank, N.A., Forest, Ohio.

*F: December 29, 1994

Received Section 3(a)(1) application from Heritage Bancorp, Inc., Burlington, Kentucky, on November 30, 1994, to acquire Heritage Bank, Inc., Burlington, Kentucky.

*F: December 29, 1994

* - Subject to CRA

N - Newspaper Comment Period

F - Federal Register Comment Period

- Expected to End 30 Days from Date of Receipt

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

APPLICATIONS BULLETIN
(For the week ending December 3, 1994)

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received notice from Cardinal Bancshares, Inc., Lexington, Kentucky, on November 28, 1994, of its intent to engage in software development and marketing activities through its acquisition of a 50 percent interest in an unnamed limited liability company pursuant to Section 4(c)(8) of the Bank Holding Company Act.

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 30 Days from Date of Receipt

AVAILABILITY OF CRA PUBLIC EVALUATIONS

(December 2, 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 December 2, 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 Farmers & Savings Co.
211 West 2nd Street
Pomeroy, Ohio 45769
(614) 992-2136
Rating: Outstanding
Exam Date: September 12, 1994

The Custar State Bank
P.O. Box 127
Custar, Ohio 43511
(419) 669-2801
Rating: Satisfactory
Exam Date: September 19, 1994

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

Application

Comment Period Ending Date

Rockingham Heritage Bank, Harrisonburg,
Virginia, to establish a branch at 2020
South Main Street, Harrisonburg, Virginia.*

12-21-94

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

Application

Comment Period Ending Date

None.

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

Premier Bankshares Corporation, Bluefield,
Virginia, to engage in providing trust
services through Premier Trust Company,
Bluefield, Virginia.

12-21-94**

First United Bancorporation, Anderson,
South Carolina, to acquire the assets of
Eagle Finance Company, Inc., Hartsville,
South Carolina.

Not yet available.

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

None.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending December 2, 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>
First Virginia Bank-Central Maryland 37 South Main Street Bel Air, Maryland 21014-3760	9-12-94	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 2, 1994

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u> <u>Date</u>	<u>Comment Period Ending</u>
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Barnett Bank of Volusia County DeLand, Florida To establish a branch located at the Southeast Corner of Palm Coast Parkway and Belle Terre Parkway, Palm Coast, Florida, to be known as Belle Terre Office.	12-24-94*
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SouthTrust Bank of West Florida St. Petersburg, Florida To merge with the Tampa and New Port Richey offices of Anchor Savings Bank, FSB, Hewlett, New York, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	Not yet available*
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SouthTrust Bank of West Florida St. Petersburg, Florida To acquire certain assets and assume certain liabilities of the Tampa and New Port Richey branches of Anchor Savings Bank, FSB, Hewlett, New York, pursuant to Section 5(d)(3) of the Federal Deposit Insurance Act, as amended by the Federal Deposit Insurance Corporation Improvement Act of 1991.	01-01-95*
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Section 2 - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application</u> <u>Date</u>	<u>Comment Period Ending</u>
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A. Wilbert's Sons Lumber & Shingle Company Plaquemine, Louisiana For its subsidiary, Iberville Trust and Savings Bank, Plaquemine, Louisiana, to merge with Bayoulands Financial Corporation, Plattenville, Louisiana, and thereby directly acquire Bayoulands Bank, Plattenville, Louisiana, pursuant to Section 3(a)(5) of the Bank Holding Company Act. Bayoulands Bank will immediately merge into Iberville Trust and Savings Bank.	Not Yet Available*
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Synovus Financial Corp. Columbus, Georgia Along with TB&C Bancshares, Inc., Columbus, Georgia, to merge with NBSC Corporation, Columbia, South Carolina, and thereby directly acquire The National Bank of South Carolina, Columbia, South Carolina, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Not yet available*
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*Subject to provisions of the Community Reinvestment Act.

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Synovus Financial Corp. Columbus, Georgia Along with TB&C Bancshares, Inc., Columbus, Georgia, to acquire Sumbank Life Insurance Company, Columbia, South Carolina, pursuant to Section 225.25(b)(8)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

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

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 2, 1994

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

Application

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 2, 1994

Section 10 - Availability of CRA Public Evaluations

The CRA public evaluations of the insured depository institutions listed below became available during this week. Information about an institution's CRA evaluation may be obtained directly from the institution. In connection with the assessment of an institution's CRA performance, a rating is assigned from the following groups:

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

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

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

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

Examination

Bank

Rating

Date

None.

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch	First of America Bank-West Michigan Grand Rapids, Michigan 2000 32nd Street Grand Rapids, Michigan	N - 12-7-94
Merger/Branch	Citizens Commercial & Savings Bank Flint, Michigan Bank One, Fenton, N.A. Fenton, Michigan Bank One, Ypsilanti, N.A. Ypsilanti, Michigan Bank One, East Lansing East Lansing, Michigan Bank One, Sturgis Sturgis, Michigan and to establish 20 branches	N - **
Branch	Wayne Bank & Trust Company Cambridge City, Indiana 2260 National Road West Richmond, Indiana	N - 12-5-94

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>
CoC-HC	WFC, Inc. Waukon, Iowa James E. Sweeney and Margo Sweeney	FR - 11-8-94 N - 12-20-94
CoC-HC	State Center Financial, Inc. State Center, Iowa by Craig H. Haesemeyer	FR - 10-17-94 N - 12-7-94
CoC-HC	Mid-America National Bancorp, Inc. Chicago, Illinois Harold P. O'Connell, Jr.	FR - 10-31-94 N - 12-12-94
Y-2	Greatbanc, Inc. Aurora, Illinois Greatbank Algonquin, Illinois--to reactivate a charter*	FR - 10-28-94 N - 12-25-94
Y-2	Waupaca Bancorporation, Inc. Waupaca, Wisconsin NBC Bancshares, Inc. Pampa, Texas National Bank of Commerce Pampa, Texas*	FR - 12-23-94 N - 12-17-94
Y-2	Citizens Banking Corporation Flint, Michigan Bank One, Fenton, N.A. Fenton, Michigan Bank One, Ypsilanti, N.A. Ypsilanti, Michigan Bank One, East Lansing East Lansing, Michigan Bank One, Sturgis Sturgis, Michigan	FR - 12-5-94 N - **
Y-1	Community Bancorp, Inc. Norwalk, Wisconsin Community State Bank Norwalk, Wisconsin*	FR - 12-05-94 NP - 12-26-94
Y-1	West Town Bancorp, Inc. Cicero, Illinois West Town Savings Bank Cicero, Illinois*	FR - 12-19-94 NP - 12-9-94

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	Rantoul Bancorp, Inc. Rantoul, Illinois Bancorp of Rantoul, Inc. Rantoul, Illinois Bank of Rantoul Rantoul, Illinois*	FR - 12-15-94 N - **
Y-2	Marshall & Ilsley Corporation Milwaukee, Wisconsin Financial Services Corporation of the Midwest Rock Island, Illinois Rock Island Bank Rock Island, Illinois*	FR - 12-16-94 N - **
Y-1	Eiden Interest, Ltd. Gurnee, Illinois First Waukegan Corporation Glenview, Illinois Bank of Northern Illinois Glenview, Illinois Bank of Northern Illinois, N.A. Waukegan, Illinois*	FR - 11-25-94 NP - 11-26-94
Y-1	Prairie Financial Corporation Bridgeview, Illinois Prairie Bank and Trust Company Bridgeview, Illinois*	FR - 12-02-94 NP - 11-22-94
Y-2	Old Kent Financial Corporation Grand Rapids, Michigan First National Bank Corp. Mount Clemens, Michigan First National Bank in Macomb County Mount Clemens, Michigan*	FR - 12-08-94 NP - **
Y-2	Longview Capital Corporation Newman, Illinois First Prairie Bankshares, Inc. Georgetown, Illinois First National Bank of Georgetown Georgetown, Illinois	FR - 12-29-94 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-1	Phillips Investment Company Limited Partnership Spring Hill, Florida Gratiot Bancshares, Inc. Gratiot, Wisconsin Gratiot State Bank Gratiot, Wisconsin*	FR - 12-15-94 NP - **
Y-1	Phillips Investment Limited Partnership Wapiti, Wyoming Gratiot Bancshares, Inc. Gratiot, Wisconsin Gratiot State Bank Gratiot, Wisconsin*	FR - 12-15-94 NP -
Y-2	Comerica California Incorporated San Jose, California University Bank & Trust Company Palo Alto, California*	FR - 12-30-94 NP - **
Y-2	Comerica Incorporated Detroit, Michigan University Bank & Trust Company Palo Alto, California*	FR - 12-30-94 NP - **
Y-2	Firstar Corporation Milwaukee, Wisconsin Investors Bank Corp. Wayzata, Minnesota Investors Savings Bank, F.S.B. Wayzata, Minnesota*	FR - 12-29-94 NP - **
Y-2	Firstar Corporation of Minnesota Bloomington, Minnesota Investors Bank Corp. Wayzata, Minnesota Investors Savings Bank, F.S.B. Wayzata, Minnesota*	FR - 12-29-94 NP - **
Y-1	Alpha Bancorp, Inc. Chicago, Illinois Alpha Financial Corporation Chicago, Illinois Archer National Bank of Chicago Chicago, Illinois Chicago National Bank Chicago, Illinois*	FR - ** 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	Illinois Financial Services, Inc. Chicago, Illinois Alpha Bancorp, Inc. Chicago, Illinois Alpha Financial Corporation Chicago, Illinois Archer National Bank of Chicago Chicago, Illinois Chicago National Bank Chicago, Illinois*	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>
Y-4	Bank of Montreal Toronto, Canada Burns Fry Holding Corporation Toronto, Canada	FR - 12-12-94
Y-4	First of America Bank Corporation Kalamazoo, Michigan New England Trust Company Providence, Rhode Island	FR - 11-28-94
4(c)(8)	Park Bancorporation, Inc. Madison, Wisconsin Park Community Investment Corporation Madison, Wisconsin	FR - 11-28-94
4(c)(8)	Associated Banc-Corp Green Bay, Wisconsin Associated Trust Company of Illinois, Inc. Chicago, Illinois	FR - 12-9-94
4(c)(8)	D & D Bancshares, Inc. Mount Auburn, Iowa to buy participation loans from the subsidiary bank	FR - 12-12-94
4(c)(8)	West Town Bancorp, Inc. Cicero, Illinois to engage <u>De Novo</u> in making & servicing of loans	FR - 12-19-94
SMB-OT	Old Kent Bank and Trust Company Grand Rapids, Michigan Hartger & Willard Mortgage Associates, Inc. Grand Rapids, Michigan	FR - **
Y-4	Firststar Corporation Milwaukee, Wisconsin First Colonial Investment Services, Inc. Rosemont, Illinois	FR - 12-8-94
Y-4	Firststar Corporation of Illinois Milwaukee, Wisconsin First Colonial Investment Services, Inc. Rosemont, Illinois	FR - 12-8-94
Y-4	Marshall & Ilsley Corporation Milwaukee, Wisconsin Software Alliance Corporation Berkeley, California	FR - 12-20-94

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only
Continued

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
Y-4	Firststar Corporation Milwaukee, Wisconsin Investors Insurance Agency, Inc. Wayzata, Minnesota	FR - 12-29-94
Y-4	Firststar Corporation of Minnesota Bloomington, Minnesota Investors Insurance Agency, Inc. Wayzata, Minnesota	FR - 12-29-94
4(c)(8)	American National Corporation Chicago, Illinois to engage in making acquiring or servicing loans thru ANB Mezzanine Corporation, Chicago, Illinois	FR - **
4(c)(8)	Huxley Bancorp Huxley, Iowa to engage in the business of making and servicing loans up to a minimum of \$500,000	FR - **

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>
RoS	First Waukegan Corporation Glenview, Illinois to purchase & redeem up to 313,794 shares 149.7% of its issued & outstanding 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-day business day period the bank has to make the evaluation public has lapsed during the week ending December 2, 1994. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

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

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

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

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

BANK NAME/LOCATION

EXAMINATION DATE

RATINGS

-None

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING December 2, 1994

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

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

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

<u>Application</u>	<u>End of Comment Period</u>
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*Section 3(a)(3) application by CNB Bancshares, Inc.,
Evansville, Indiana, to acquire The Bank of Orleans,
Orleans, Indiana

Fed. Reg.: 12/29/94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
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Section 4(c)(8) notification by Mercantile
Bancorporation Inc., St. Louis, Missouri to acquire
CENCO Insurance Company, Inc., Phoenix, Arizona

Not yet available

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

<u>Application</u>	<u>End of Comment Period</u>
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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 December 2, 1994

Name of Bank	Bank Address	Examination Date	Examination Rating
First State Bank of St. Peter	P. O. Box 127 St. Peter, Illinois 62880	8-15-94	Satisfactory

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

Application

Comment Period
Ending Date

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section II - Applications Subject to Both
Newspaper and Federal Register Notice

Application

Comment Period
Ending Date

The Aurora Holding Company, Aurora,
Minnesota, to acquire 95.6% of State
Bank of Aurora, Aurora, MN*

December 29, 1994
(Federal Register)

Norwest Corporation, Minneapolis,
Minnesota, to acquire 100% of The
First National Bank of Bay City,
Bay City, TX*

January 3, 1995
(Federal Register)

Ramona McDougall, Hitterdahl,
Minnesota, to acquire an additional
.14% of the voting shares of Lake
Park Bancshares, Inc., Lake Park,
MN, thereby increasing her con-
trolling interest to 28.7%*

December 22, 1994
(Federal Register)

*Subject to CRA

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

Application

Comment Period
Ending Date

BNCCORP, INC, Bismarck,
ND, to acquire 100% of JMS
System, Inc., Bismarck,
ND, and thereby engage in data
processing and management
consulting activities

December 16, 1994

Norwest Corporation, Minneapolis,
MN, to acquire the Mortgage
Origination Business of Bank of
Montana System, Great Falls, MT

December 13, 1994

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

Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending December 2, 1994

ASSIGNMENT OF RATING

Identification of Ratings

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

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

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

BANK(S) EXAMINED	DATE OF EXAMINATION	CRA RATING
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NONE.

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

BancFirst, Oklahoma City, Oklahoma,
for prior approval to merge with The
State National Bank of Marlow,
Marlow, Oklahoma.

Not Available

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

APPLICATION

COMMENT PERIOD ENDING DATE

Commerce Bancshares, Inc., Kansas
City, Missouri, to acquire 100
percent of the voting shares of Union
Bancshares, Inc., Wichita, Kansas,
and thereby indirectly acquire Union
National Bank of Wichita, Wichita,
Kansas.*

Not Available

Commerce Bancshares, Inc., Kansas
City, Missouri, and CBI Illinois,
Inc., Kansas City, Missouri, to
acquire 100 percent of the voting
shares of Peoples Mid-Illinois
Corporation, Bloomington, Illinois,
and thereby indirectly acquire The
Peoples Bank, Bloomington, Illinois.*

December 30, 1994

Douglas M. and Marla Morley, both of
Belle Plaine, Kansas, to retain 24.3
percent of the voting shares and
Douglas M. Morley, Irrevocable
Trustee, to acquire an additional 1.7
percent, of the voting shares of
Morley Bancshares Corporation, Belle
Plaine, Kansas and thereby indirectly
acquire The Valley State Bank, Belle
Plaine, Kansas.

December 13, 1994

Commerce Bancshares, Inc., and CBI
Security Corporation, both of Kansas
City, Missouri, to acquire 100
percent of the voting shares of
Cotton Exchange Bancshares, Kennett,
Missouri, and thereby indirectly
acquire Cotton Exchange Bank,
Kennett, Missouri.*

December 30, 1994

Federal Reserve Bank of Kansas City

John W. and Margaret Coots Trust;
John W. Coots, Jr., and Margaret Ann
Palmer, Co-Trustees; Vanetta Ruth
Renz Trust; Vanetta R. Renz and Jimmy
C. Renz, Co-Trustees, all of Platte
City, Missouri, to increase their
ownership to 36.2 percent and 27.15
percent, respectively, of the voting
shares of Wells Bancshares, Inc.,
Platte City, Missouri, and thereby
indirectly acquire Wells Bank of
Platte City, Platte City, Missouri.

December 19, 1994

Barry Limited Partnership,
Valparaiso, Nebraska, for prior
approval to become a bank holding
company through the acquisition of
69.7 percent of the voting shares of
Valparaiso Enterprises, Inc.,
Valparaiso, Nebraska, and thereby
indirectly acquire Oak Creek Valley
Bank, Valparaiso, Nebraska.*

Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE
ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Commerce Bancshares, Inc., Kansas
City, Missouri, for prior approval to
acquire engage in nonbanking
activities through the acquisition of
100 percent of the voting shares of
UBI Financial Services, Inc. Wichita,
Kansas.

Not Available

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

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<u>Bank/Location</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Rocky Mountain State Bank P.O. Box 1088 Rangely, Colorado 81648-1088	08-29-94	12-01-94	Satisfactory
Grant County Bank P.O. Box 85 Medford, Oklahoma 73759-0085	08-15-94	11-21-94	Satisfactory
The First State Bank P.O. Box 10 Hotchkiss, Colorado 81419	08-22-94	11-23-94	Outstanding

Federal Reserve Bank of Kansas City

OMNIBANK Southeast 3600 South Yosemite Denver, Colorado 80237-1812	08-08-94	11-23-94	Satisfactory
Uinta County State Bank 128 North Birch Street Mountain View, Wyoming 82939	08-22-94	11-23-94	Substantial Noncompliance

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF NOVEMBER 28, 1994

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

APPLICATION

NOTICE EXP

None.

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

APPLICATION

**** NOTICE EXP**

Change in Control Notice by
Ronnie Yates, Kingsland, TX, Nelson Lewis, Marble Falls,
Tx, Bob Clifton, Horseshoe Bay, TX, Susan Gray, Marble
Falls, TX, Richard Barkley, Marble Falls, TX, and Sam Tarbet,
Marble Falls, TX, to acquire an interest in Marble Falls
National Bancshares, Inc., Marble, Falls, TX

N/A

Change in Control Notice by
Lois Bir, Dallas, TX, Herman Duhr, Jr., Bremond, TX, Calvin
Wiese, Robinson, TX, and Cooper Wiese, Calvert, TX, to
acquire an interest in Farmers & Merchants Bancshares, Inc.,
Mart, TX

N/A

*Section 3(a)(1) application by
Irving National Bancshares, Inc., Dallas, TX, to acquire
Irving National Bank, Irving, TX, and First Continental
Bank of Grand Prairie, N.A., Grand Prairie, TX

N/A

*Section 3(a)(1) application by
Kidd Partners, Ltd., Chandler, TX, to acquire
Chandler Bancorp, Inc., Chandler, TX, and Citizens
State Bank, Chandler, TX

N/A

*Section 3(a)(1) application by
First Commercial Financial Corp., Seguin, TX, to
acquire First Commercial Bank, N.A., Seguin, Tx

12/21/94

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

APPLICATION

NOTICE EXP

None.

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

APPLICATION

None.

* SUBJECT TO CRA.

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

N/A - NOT AVAILABLE AT THIS TIME.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF NOVEMBER 28, 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 12/02/94

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Community Bank of Nevada, In Organization, Las Vegas, Nevada, to become a member of the Federal Reserve System. *	<u>Newspaper:</u> 12/16/94

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

Ronald Gabriel, Montebello, California, to replace John Gabriel as trustee of the Gabriel Family Trust and thereby control approximately 73 percent of Garfield Bank, Garfield, California. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 12/19/94
Whitman Heffernan & Rhein, et. al., Bronxville, New York, to acquire up to 24.9 percent of SDNB Financial Corp., San Diego, California. *	<u>Newspaper:</u> 12/15/94 <u>Fed. Reg.:</u> 12/13/94
Commerical Bancorp, Salem, Oregon, and West Coast Bancorp, Newport, Oregon, to acquire approximately 19.9 percent of each other's voting shares. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 12/30/94
Commercial Bancorp, Salem, Oregon, to acquire 100 percent of and merge with West Coast Bancorp, Newport, Oregon. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 12/30/94

Section III - Applications Subject to Federal Register Notice Only

None

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

None

* Subject to CRA.

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

Week Ending 12/02/94

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during the week ending December 2, 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>
Cache Valley Bank	P.O. Box 3227 Logan, UT 84321 (801) 753-3020	8/22/94	Satisfactory

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

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

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

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

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