

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1995, No. 28
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending July 15, 1995

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

One-dollar coin (S. 874) -- statement by Governor Kelley before the Senate Committee on Banking, Housing, and Urban Affairs, July 13, 1995. Published, July 13, 1995.

BANK HOLDING COMPANIES

Dresdner Bank AG, Frankfurt, Germany -- request for temporary authority to engage indirectly in the United States in certain nonbanking activities upon acquisition of Kleinwort Benson Group plc. Granted, July 12, 1995.

Societe Generale, Paris, France -- to acquire certain assets and liabilities of Brody, White & Company, Inc., New York, New York, to engage in futures commission merchant activities, and foreign exchange-related activities. Approved, July 12, 1995.

Totalbank Corporation of Florida, Miami, Florida -- to acquire Florida International Bank, Perrine, Florida. Denied, July 12, 1995.

ENFORCEMENT

Banca Nazionale del Lavarò, Rome, Italy, and New York, New York -- cease and desist order dated March 8, 1991, terminated May 22, 1995. Announced, July 12, 1995.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ENFORCEMENT

Citizens State Bank & Trust Co., Ellsworth, Kansas,
and CSB Bancshares, Inc. -- written agreements
dated August 23, 1993, terminated May 30, 1995.
Announced, July 12, 1995.

Citizens State Bank and Trust Company, Ellsworth,
Kansas, and Britton Bancshares, Inc. -- order of
assessment of a civil money penalty against Dane D.
Britton, a former officer and institution-
affiliated party.
Announced, July 12, 1995.

Columbus Junction State Bank, Columbus Junction, Iowa
-- written agreement dated October 29, 1992,
terminated June 1, 1995.
Announced, July 12, 1995.

CSB Investors, Cobb, Wisconsin, and Iowa-Grant
Bankshares, Inc., former bank holding companies --
orders of assessment of civil money penalties
against Stuart G. Urban, John C. Kirkpatrick,
Leslie R. Cohen, Byung Ho Chang, and Robert
Armbruster, institution-affiliated parties.
Announced, July 14, 1995.

First Prairie Bankshares, Inc., Georgetown,
Illinois -- written agreement dated December 18,
1991, terminated June 15, 1995.
Announced, July 12, 1995.

FORMS

Agreement of Domestic and Foreign Nonmember Banks
(FR T-1 and T-2) -- extension without revision.
Approved, July 10, 1995.

Annual Report on Status of Disposition of Assets
Acquired in Satisfaction of Debts Previously
Contracted (FR 4006) -- extension without revision.
Approved, July 10, 1995.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Registration Statement for Persons who Extend Credit Secured by Margin Stock, Deregistration Statement for Persons Registered Pursuant to Regulation G, and Annual report (FR G-1, FR G-2, and FR G-4) -- extension with revision.

Approved, July 10, 1995.

Statement of Purpose for an Extension of Credit Secured by Margin Stock (FR U-1) -- extension without revision.

Approved, July 10, 1995.

Statement of Purpose for an Extension of Credit Secured by Margin Stock by a Person Subject to Registration Under Regulation G (FR G-3) -- extension without revision.

Approved, July 10, 1995.

Statement of Purpose of an Extension of Credit by a Creditor (FR T-4) -- extension without revision.

Approved, July 10, 1995.

Written Security Programs for State Member Banks (FR 4004) -- extension without revision.

Approved, July 10, 1995.

REGULATIONS AND POLICIES

International debt of foreign countries -- Interagency report to the Congress On the Risks To the U.S. Banking System Posed By Troubled Foreign Loans.

Approved, July 10, 1995.

RESERVE BANK OPERATIONS

Budget guidelines for 1996.

Approved, July 12, 1995.

**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

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| Philadelphia | Bank of Mid-Jersey, Bordentown, New Jersey -- to establish in-store branches in the ShopRite Supermarkets at 1225 Route 33, Hamilton Square, New Jersey, and 2555 Pennington Road, Pennington, New Jersey. Approved, July 10, 1995. |
| New York | Bank of New York, New York, New York -- to establish a branch at 303 Sunnyside Boulevard, Plainview, New York. Approved, July 14, 1995. |
| Atlanta | Barnett Bank of Pinellas County, St. Petersburg, Florida -- to establish a branch at 3615 East Lake Road, Palm Harbor, Florida, Approved, July 11, 1995. |
| Atlanta | Barnett Bank of Tallahassee, Tallahassee, Florida -- to establish a branch at 4449 Meandering Way. Approved, July 11, 1995. |
| Richmond | Benchmark Community Bank, Kenbridge, Virginia -- to establish a branch at 1500-1508 West Virginia Avenue, Crewe, Virginia. Approved, July 10, 1995. |
| Philadelphia | Bryn Mawr Trust Company, Bryn Mawr, Pennsylvania -- to establish a remote service facility at One Tower Bridge, 100 Front Street, West Conshohocken Borough, Montgomery County, Pennsylvania. Approved, July 10, 1995. |
| Richmond | F & M Bank-Massanutte, Harrisonburg, Virginia -- to establish an Electronic Funds Transfer facility at the intersection of U.S. Route 33 and State Route 644, McGaheysville, Virginia. Approved, July 10, 1995. |

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

BANK BRANCHES, DOMESTIC

Cleveland Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 1783 Ohio Pike. Approved, July 10, 1995.

Kansas City Pioneer Bank of Longmont, Longmont, Colorado -- to establish a branch at 415 Mountain Avenue, Berthoud, Colorado. Approved, July 14, 1995.

BANK HOLDING COMPANIES

Boston Andover Bancorp, Inc., Andover, Massachusetts -- to acquire Finest Financial Corporation, Pelham, New Hampshire. Withdrawn, July 11, 1995.

Chicago Associated Banc-Corp., Green Bay, Wisconsin -- to acquire GN Bancorp, Inc., Chicago, Illinois, and Gladstone-Norwood Trust and Savings Bank. Approved, July 14, 1995.

Chicago Associated Illinois Banc-Corp, Green Bay, Wisconsin - - to acquire GN Bancorp, Inc., Chicago, Illinois, and Gladstone-Norwood Trust and Savings Bank. Approved, July 14, 1995.

Director, BS&R Bank of Boston Corporation, Boston, Massachusetts -- request for modification of a commitment in connection with Bank of Boston Corporation's acquisition of two Florida trust companies. Granted, July 14, 1995.

Secretary Bank of New York Company, Inc., New York, New York -- to acquire Continental Trust Company, Chicago, Illinois, and selected trust assets of certain subsidiaries of BankAmerica Corporation, San Francisco, California, and engage in trust company activities. Approved, July 14, 1995.

Chicago C.B. Bank Shares, Inc., Russiaville, Indiana -- to acquire Central National Bank of Howard County. Approved, July 13, 1995.

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

BANK HOLDING COMPANIES

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| St. Louis | CSB Financial Group, Inc., Centralia, Illinois -- to acquire Centralia Savings Bank. Approved, July 13, 1995. |
| Minneapolis | Davis Bancshares, Inc., McClusky, North Dakota -- to acquire First National Bank of McClusky. Approved, July 11, 1995. |
| Atlanta | First National Corporation, Folkston, Georgia -- to acquire First National Bank. Approved, July 14, 1995. |
| Director, BS&R | First Union Capital Markets Corporation, Charlotte, North Carolina -- determination that First Union Corporation and First Union CMC have acceptable policies and procedures and that First Union CMC may begin underwriting and dealing in debt securities and certain swap-related advisory activities. Approved, July 10, 1995. |
| Chicago | Heartland Financial USA, Inc., Dubuque, Iowa -- to acquire Riverside Community Bank, Rockford, Illinois. Approved, July 14, 1995. |
| Dallas | IBC Subsidiary Corporation, Wilmington, Delaware -- to acquire Stone Oak National Bank, San Antonio, Texas. Approved, July 10, 1995. |
| Dallas | International Bancshares Corporation, Laredo, Texas -- to acquire Stone Oak National Bank, San Antonio, Texas. Approved, July 10, 1995. |

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

BANK HOLDING COMPANIES

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| Secretary | Lisco State Company, Lisco, Nebraska -- to acquire Woodstock Land & Cattle Company, Fullerton, Nebraska, and Fullerton National Bank. Approved, July 12, 1995. |
| San Francisco | Los Robles Bancorp, Thousand Oaks, California -- to acquire Los Robles Bank. Approved, July 10, 1995. |
| St. Louis | National Commerce Bancorporation, Memphis, Tennessee -- to acquire Transplatinum Service Corp., Nashville, Tennessee, and engage in data processing activities. Approved, July 14, 1995. |
| San Francisco | Neighborhood Bancorp, San Diego, California -- to acquire Neighborhood Development Bank, National Association. Returned, July 14, 1995. |
| Minneapolis | Norwest Corporation, Minneapolis, Minnesota -- to engage in securities brokerage activities through Norwest Investment Services, Inc., through the acquisition of the brokerage business of Valley-Hi National Bank, San Antonio, Texas. Permitted, July 14, 1995. |
| Atlanta | Regions Financial Corporation, Birmingham, Alabama -- to acquire Interstate Billing Service, Inc., Decatur, Alabama, and engage in purchasing accounts receivable at a discount from automobile dealerships and trucking / freight companies. Permitted, July 14, 1995. |
| Secretary | Simmons First National Corporation, Pine Bluff, Arkansas -- to acquire DSB Bancshares Inc., Dermott, Arkansas, and Dermott State Bank. Approved, July 14, 1995. |
| Dallas | SNB Bancshares, Inc., Houston, Texas -- to acquire SNB Corporation, Wilmington, Delaware, and Southern National Bank of Texas, Houston, Texas. Approved, July 11, 1995. |

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

BANK HOLDING COMPANIES

Dallas SNB Corporation, Wilmington, Delaware -- to acquire Southern National Bank of Texas, Houston, Texas. Approved, July 11, 1995.

Dallas Trenton Bankshares, Inc., Trenton, Texas -- to acquire First National Bank of Trenton. Approved, July 13, 1995.

Kansas City Whitcorp Financial Company, Leoti, Kansas -- to acquire Western Bancorp, Inc., Garden City, Kansas. Approved, July 12, 1995.

BANK PREMISES

Kansas City Premier Bank, Lenexa, Kansas -- investment in bank premises. Approved, July 14, 1995.

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Director, BS&R FFG Trust, Inc., Springfield, Illinois -- transfer agent registration. Approved, July 13, 1995.

Director, BS&R Key Trust Company, Albany, New York -- transfer agent registration. Withdrawn, July 13, 1995.

BANKS, STATE MEMBER

Director, BS&R Bank of Hampton Roads, Chesapeake, Virginia -- transfer agent registration. Approved, July 13, 1995.

Director, BS&R NBD Bank, Belleville, Illinois -- transfer agent registration. Approved, July 13, 1995.

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

CAPITAL STOCK

Chicago Founders Bancorp, Inc., Scottsdale, Arizona --
redemption of shares.
Approved, July 13, 1995.

Chicago Huxley Bancorp, Huxley, Iowa -- redemption of shares.
Approved, July 11, 1995.

CHANGE IN BANK CONTROL

Richmond Abigail Adams National Bancorp, Inc., Washington,
D.C. -- change in bank control.
Permitted, July 10, 1995.

Chicago Huxley Bancorp, Huxley, Iowa -- change in bank
control.
Permitted, July 11, 1995.

Kansas City Midland Financial Corporation, Newton, Kansas --
change in bank control
Permitted, July 11, 1995.

Richmond United Financial Banking Companies, Inc., Vienna,
Virginia -- change in bank control.
Permitted, July 12, 1995.

COMPETITIVE FACTORS REPORTS

Cleveland Bank One, Pikeville, N.A., Pikeville, Kentucky,
proposed merger with Bank One, Lexington, N.A.,
Lexington, Kentucky -- report on competitive
factors.
Submitted, July 12, 1995.

San Francisco California Federal Bank, Federal Savings Bank, Los
Angeles, California, proposed merger with Interim
Association, Los Angeles, California -- report on
competitive factors.
Submitted, July 11, 1995.

St. Louis Central Bank, Fairview Heights, Illinois, proposed
merger with United Bank of Southern Illinois,
Benton, Illinois -- report on competitive factors.
Submitted, July 12, 1995.

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

COMPETITIVE FACTORS REPORTS

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| Richmond | Central Fidelity National Bank, Richmond, Virginia, proposed merger with Central Fidelity Bank, National Association -- report on competitive factors. Submitted, July 10, 1995. |
| Cleveland | Charter One Financial, Inc., Cleveland, Ohio, proposed acquisition of the assets and assumption of the liabilities of FirstFed Michigan Corporation, Detroit, Michigan, and proposed merger of First Federal of Michigan with Charter One Bank, F.S.B., Cleveland, Ohio -- report on competitive factors. Submitted, July 12, 1995. |
| New York | Chemical Bank New Jersey, Chester, New Jersey, proposed purchase of certain assets and assumption of certain liabilities of the Princeton branch of Princeton Bank and Trust Company, National Association, Morristown, New Jersey -- report on competitive factors. Submitted, July 12, 1995. |
| Richmond | City National Bank of Charleston, Charleston, West Virginia, proposed purchase of certain assets and assumption of certain liabilities of the Bradford branch and Kanawha City Mini Drive Thru of The Merchants National Bank of Montgomery, Montgomery, West Virginia -- report on competitive factors. Submitted, July 11, 1995. |
| Atlanta | Community Bank of the Islands, Sanibel, Florida, proposed merger with Interim Bank of the Islands -- report on competitive factors. Submitted, July 11, 1995. |
| St. Louis | Farmer's State Bank of Palestine, Palestine, Illinois, proposed merger with The First National Bank in Robinson, Robinson, Illinois -- report on competitive factors. Submitted, July 12, 1995. |

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

COMPETITIVE FACTORS REPORTS

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| Kansas City | First Community Bank, Kansas City, Kansas, proposed merger with First National Bank of Shawnee Mission, Fairway, Kansas -- report on competitive factors. Submitted, July 10, 1995. |
| San Francisco | First Hawaiian Bank, Honolulu, Hawaii, proposed merger with GECC Financial Corporation -- report on competitive factors. Submitted, July 13, 1995. |
| Kansas City | First National Bank in Alamosa, Alamosa, Colorado, proposed acquisition of the assets and assumption of the liabilities of the Center and Saquache, Colorado, branches of Bank One, Colorado, N.A. -- report on competitive factors. Submitted, July 10, 1995. |
| St. Louis | First National Bank in Ashdown, Ashdown, Arkansas, proposed merger with State First National Bank of Texarkana, Texarkana, Arkansas -- report on competitive factors. Submitted, July 10, 1995. |
| Atlanta | First National Bank of Central Florida, Longwood, Florida, proposed merger with Interim National Bank of Central Florida -- report on competitive factors. Submitted, July 13, 1995. |
| Richmond | First-Citizens Bank and Trust Company of South Carolina, Columbia, South Carolina, proposed merger with Summerville National Bank, Summerville, South Carolina -- report on competitive factors. Submitted, July 11, 1995. |
| Cleveland | Huntington National Bank, Columbus, Ohio, proposed purchase of the assets and assumption of the liabilities of four Springfield, Ohio, offices of Bank One, Dayton, N.A., Dayton, Ohio -- report on competitive factors. Submitted, July 12, 1995. |

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

COMPETITIVE FACTORS REPORTS

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| Cleveland | Liberty National Bank and Trust Company of Central Kentucky, Elizabethtown; Liberty National Bank of Owensboro, Owensboro; and Liberty National Bank of Shelbyville, Shelbyville, Kentucky -- report on competitive factors. Submitted, July 12, 1995. |
| Minneapolis | Norwest Bank, North Dakota N.A., Fargo, North Dakota, proposed merger with Liberty Bank and Trust N.A., Dickinson, North Dakota, and Norwest Bank, Grand Forks, N.A., Grand Forks, North Dakota -- report on competitive factors. Submitted, July 14, 1995. |
| Boston | Norwest Bank For Savings, Winsted, Connecticut, proposed merger with Winsted Saving Bank -- report on competitive factors. Submitted, July 14, 1995. |
| Dallas | Norwest Interim Bank Big Spring, N.A., Big Spring, Texas, proposed merger with First National Bank in Big Spring -- report on competitive factors. Submitted, July 11, 1995. |
| Dallas | Norwest Interim Bank SNB, N.A., El Paso, Texas, proposed merger with State National Bank, El Paso, Texas -- report on competitive factors. Submitted, July 11, 1995. |
| Kansas City | Olathe Bank, Olathe, Kansas, proposed acquisition of the assets and assumption of the liabilities of the Olathe branch of Johnson County Bank, Overland, Kansas -- report on competitive factors. Submitted, July 10, 1995. |
| Richmond | One Valley Bank of Morgantown, Inc., Morgantown, West Virginia, proposed merger with One Valley Bank of Marion County, N.A., Fairmont, West Virginia -- report on competitive factors. Submitted, July 10, 1995. |

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

COMPETITIVE FACTORS REPORTS

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| Cleveland | PNC Bank, Philadelphia, Pennsylvania, proposed merger with PNC Bank, National Association, Pittsburgh, Pennsylvania -- report on competitive factors. Submitted, July 12, 1995. |
| New York | Princeton Bank and Trust Company, National Association, Morristown, New Jersey, proposed purchase of certain assets and assumption of certain liabilities of certain branches of Chemical Bank New Jersey, National Association, Chester, New Jersey -- report on competitive factors. Submitted, July 12, 1995. |
| New York | Rochester Community Savings Bank, Rochester, New York, proposed merger with RCSB Interim Savings Bank -- report on competitive factors. Submitted, July 10, 1995. |
| Atlanta | SouthTrust Bank of the Suncoast, Sarasota, Florida, proposed merger with First Commercial Bank of Manatee County, Bradenton, Florida -- report on competitive factors. Submitted, July 11, 1995. |
| St. Louis | Southwest Bank, Bolivar, Missouri, proposed merger with Mercantile Bank of Springfield, Springfield, Missouri -- report on competitive factors. Submitted, July 13, 1995. |
| York | Staten Island Savings Bank, New York, New York, proposed merger with Gateway State Bank -- report on competitive factors. Submitted, July 10, 1995. |
| Kansas City | Stockgrowers State Bank, Ashland, Kansas, proposed acquisition of the assets and assumption of the liabilities of the Meade, Kansas, branch of Bank IV Kansas, N.A., Wichita, Kansas -- report on competitive factors. Submitted, July 12, 1995. |

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

COMPETITIVE FACTORS REPORTS

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| Minneapolis | Stutsman County State Bank, Jamestown, North Dakota, proposed merger with Farmers State Bank of Ypsilanti, Ypsilanti, North Dakota -- report on competitive factors. Submitted, July 11, 1995. |
| Dallas | Texas Capital Bank, N.A., Houston, Texas, proposed merger with Coastal Banc, S.S.B. -- report on competitive factors. Submitted, July 14, 1995. |
| St. Louis | Washington Savings Bank, FSB, Washington, Missouri, proposed merger with Roosevelt Bank, a federal savings bank, Chesterfield, Missouri -- report on competitive factors. Submitted, July 11, 1995. |

EXTENSIONS OF TIME

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| New York | Banco Santander, S.A., Santander, Spain, and FFB Participacoes e Servicos, S.A., Funchal, Portugal - extension to October 11, 1995, to acquire voting shares of First Fidelity Bancorporation, Lawrenceville, New Jersey. Granted, July 14, 1995. |
| Richmond | ESB Bancorp, Inc., Enfield, North Carolina -- extension to September 8, 1995, to acquire Enfield Savings Bank, Inc., SSB. Granted, July 10, 1995. |
| Atlanta | FBD Holding Company, Dalton, Georgia -- extension to October 18, 1995, to acquire First Bank of Dalton. Granted, July 12, 1995. |

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

EXTENSIONS OF TIME

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| Atlanta | Kislak Financial Corporation, Miami Lakes, Florida -- extension to October 14, 1995, to acquire Kislak National Bank, North Miami, Florida. Granted, July 14, 1995. |
| Richmond | NationsBank Corporation, Charlotte, North Carolina -- extension to December 31, 1995, for NationsBank Overseas Corporation to invest in a wholly owned commercial bank subsidiary in Mexico City, Mexico. Granted, July 10, 1995. |
| Minneapolis | Talco, Inc., Menomonie, Wisconsin -- to acquire Menomonie Shares, Inc.; Clarence Talen Charitable Trust to acquire Shares of MSI; MSI to acquire shares of Menomonie Financial Services, Inc., and Talco Trust, and MFS to indirectly engage in the data processing and management consulting services through Electronic Strategies, Inc. -- extension to October 12, 1995, to complete these transactions. Granted, July 14, 1995. |
| New York | United Jersey Bank Hackensack, New Jersey, extension to September 9, 1995, to merge with New Jersey Savings Bank, Somerville, New Jersey. Granted, July 14, 1995. |

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

MEMBERSHIP

- Chicago Farmers Savings Bank, Kalona, Iowa -- to become a member of the Federal Reserve System.
Approved, July 11, 1995.
- Chicago West Chester Savings Bank, West Chester, Iowa -- to become a member of the Federal Reserve System.
Approved, July 11, 1995.
- Kansas City Wyoming Bank and Trust Company, Buffalo, Wyoming -- to become a member of the Federal Reserve System.
Approved, July 14, 1995.

RESERVE BANK SERVICES

- Director, FBBO Federal Reserve Bank of Chicago -- to postpone elimination of certain Chicago office RCPC products until the opening of the Peoria Office, and implementation of the Mid-Illinois Group Sort products at the Chicago office.
Approved, July 12, 1995.
- Director, FRBO Federal Reserve Bank of Cleveland -- to increase the fees for items deposited in existing mixed, regular, and premium cash letter products, forward and return cash letters, and raw return items at all of its offices; and qualified returns in the Cleveland, Columbus, and Cincinnati offices.
Approved, July 14, 1995.
- Director, FRBO Federal Reserve Bank of Minneapolis -- proposal by Helena office to offer on-us processing services to depository institutions using electronic presentment services.
Approved, July 14, 1995.
- Director, FRBO Federal Reserve Bank of San Francisco -- to implement a new microfilming option for Electronic Check Presentment customers.
Approved, July 12, 1995.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES

Capital adequacy -- publication for comment of notices to amend risk-based capital guidelines to incorporate certain market risks, and on a possible approach to setting requirements for market risk (Docket R-0884 and Docket R-0886).
Approved, June 21, 1995.

Loans in areas having special flood hazards -- final rule requiring state member banks to use the standard flood hazard determination form in determining if collateral is in a special flood hazard area (Docket R-0882)
Approved, June 19, 1995.

ADDITIONS AND CORRECTIONS

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

BANK HOLDING COMPANIES

Minneapolis Community National Corporation, Grand Forks, North Dakota -- to engage de novo in data processing activities through Document Processing and Insurance Corporation.
Permitted, July 3, 1995.

MEMBERSHIP

San Francisco Tri-State Bank, Montpelier, Idaho -- to become a member of the Federal Reserve System.
Withdrawn, June 14, 1995.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

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

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| Andover Bancorp, Inc., Andover, MA and Andover Bancorp of New Hampshire, Inc., Concord, New Hampshire - 3(a)(1)/3(a)(3) application to acquire Andover Bank New Hampshire, Salem, New Hampshire, a <u>de novo</u> bank* | <u>Newspaper</u> 07-28-95 <u>Federal Register</u> Not Yet Established |
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SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application Comment Period Ending Date

NONE

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

Bank of China, Beijing, People's Republic of China, to
establish a limited branch in San Francisco, California. 8/3/95

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

First Empire State Corporation, Buffalo, New York, to acquire
100 percent of the outstanding voting stock of M&T Bank,
National Association, Oakfield, New York, a de novo national
bank. 1/ 8/7/95 3/

SECTION III

Nonbanking Applications
(subject to Federal Register Notice Only)

Swiss Bank Corporation, Basel, Switzerland ("Notificant"), to
retain indirect ownership and control of certain subsidiaries
of S.G. Warburg Overseas Ltd. (including S.G. Warburg & Co.
Inc., S.G. Warburg Options Inc., S.G. Warburg Investments
(U.S.A.) Inc., and S.G. Warburg OTC USA, Inc. (collectively,
the "U.S. Subsidiaries"), and the assets and liabilities of
the New York branch of S.G. Warburg Forex Ltd., a subsidiary
of S.G. Warburg & Co. Ltd., through the merger of certain of
the U.S. Subsidiaries into Notificant's Section 20
subsidiary, SBC Capital Markets Inc., or through other
arrangements. N/A

Barclays PLC and Barclays Bank PLC, both of London, England,
to expand the activities of their subsidiary, Barclays de
Zoete Wedd Securities, Inc., New York, New York, to include
full-service securities brokerage services, and investment or
financial advisory services. N/A

1/ Subject to the provisions of the Community Reinvestment Act.

SECTION IV

Applications Not Involving
Public Comment

None.

SECTION V

Availability of CRA Public Evaluations

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Week Ending July 15, 1995

NAME OF BANK

RATING

EXAMINATION DATE

None.

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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 Availables

FEDERAL RESERVE BANK OF PHILADELPHIA

Section I - APPLICATIONS RECEIVED AND SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

NONE

SECTION III - APPLICATIONS RECEIVED AND SUBJECT TO FEDERAL REGISTER NOTICE ONLY

NONE

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

NONE

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending July 14, 1995.

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 July 15, 1995)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received notice from Provident Bank of Kentucky, Alexandria, Kentucky, on July 14, 1995, of its intent to establish a branch facility at 6th and York Streets, Newport, Kentucky. *August 10, 1995

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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received notice from Cardinal Bancshares, Inc., Lexington, Kentucky, on July 12, 1995, of its intent to engage in computer banking services pursuant to Section 225.25(b)(9) of Regulation Y; marketing and providing computer-related electronic data processing services pursuant to Section 225.25(b)(7) of Regulation Y; and offering mutual fund products and securities brokerage services pursuant to Section 225.25(b)(15) of Regulation Y. 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
(July 14, 1995)

The following state member banks have been examined by the Federal Reserve Bank of Cleveland for compliance with The Community Reinvestment Act. A public evaluation document became available from the bank(s) listed below during the week ended July 14, 1995. If you are interested in obtaining a copy of an evaluation document, please contact the bank(s) directly.

There are four descriptive ratings for CRA:

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

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

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

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

NONE

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|--|-----------------------------------|
| Elkridge Bank, Elkridge, Maryland, to merge with Laurel Federal Savings Bank, Laurel, Maryland.* | 8-9-95 |
| FCNB Bank, Frederick, Maryland, to acquire the Monrovia, Maryland, branch of Laurel Federal Savings Bank, Laurel, Maryland.* | 8-9-95 |

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

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|---|-----------------------------------|
| FCNB Corp, Frederick, Maryland, to acquire Laurel Bancorp, Inc., Laurel, Maryland.* | 8-9-95 |
| Mercantile Bankshares Corporation, Baltimore, Maryland, to acquire The Sparks State Bank, Sparks, Maryland.* | 8-10-95 |
| First Bancorp, Inc., Lebanon, Virginia, to acquire First Bank and Trust Company of Tennessee, Johnson City, Tennessee, an organizing bank.* | Not yet available. |

Section III - Applications Subject to Federal Register Notice

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

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

None.

*Application is subject to CRA requirements.

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

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending July 14, 1995

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 6400 Arlington Boulevard Falls Church, Virginia 22046 | 2-13-95 | Satisfactory |
| First Virginia Bank of Tidewater 555 Main Street Norfolk, Virginia 23510 | 3-6-95 | Satisfactory |
| The George Mason Bank 11185 Main Street Fairfax, Virginia 22030 | 4-10-95 | Satisfactory |
| Commerce Bank of Virginia 11500 West Broad Street Richmond, Virginia 23233 | 4-24-95 | Satisfactory |
| Bank of Ripley 108 North Church Street Ripley, West Virginia 25271 | 4-24-95 | Outstanding |

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending July 14, 1995

| | <u>Examination Date</u> | <u>Rating</u> |
|--|-----------------------------|---------------|
| The Bank of Charlotte County Highway 40 Phenix, Virginia 23959 | 5-1-95 | Outstanding |

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending July 14, 1995

Section 1 - Applications Subject to Newspaper Notice Only

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|--------------------|-----------------------------------|
|--------------------|-----------------------------------|

None.

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

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|--------------------|-----------------------------------|
|--------------------|-----------------------------------|

| | |
|--|--------------------|
| The Colonial BancGroup, Inc. Montgomery, Alabama To acquire Mt. Vernon Financial Corporation, Dunwoody, Georgia (a savings and loan holding company), and thereby engage in operating a savings association, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(9) of Regulation Y. | Not yet available |
| Ameribank Bankshares, Inc. Hollywood, Florida To merge with First National Bancshares, Inc., Hollywood, Florida, and thereby directly acquire First National Bank of Hollywood, Hollywood, Florida, pursuant to Section 3(a)(5) of the Bank Holding Company Act. | Not yet available* |
| First Commerce Corporation New Orleans, Louisiana To merge with Peoples Bancshares, Inc., Chalmette, Louisiana, and thereby directly acquire First Peoples Bank and Trust Company of Saint Bernard, Chalmette, Louisiana, pursuant to Section 3(a)(5) of the Bank Holding Company Act. | Not yet available* |
| Smoky Mountain Bancorp, Inc. Gatlinburg, Tennessee Change in control notice by Mr. James L. Clayton, to acquire 60.6 percent of the outstanding shares of Smoky Mountain Bancorp, Inc., Gatlinburg, Tennessee. | Not yet available* |

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending July 14, 1995

Section 3 - Applications Subject to Federal Register Only

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|--|-----------------------------------|
| Peoples Holding Company Winder, Georgia To engage de novo in commercial lending activities, through its subsidiary, TPB Leasing, Winder, Georgia, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(1)(iv) of Regulation Y. | Not yet available |

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

Application

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending July 14, 1995

Section 10 - Availability of CRA Public Evaluations

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

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

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

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

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

| <u>Examination</u> <u>Bank</u> | <u>Rating</u> | <u>Date</u> |
|---|---------------|-------------|
| Guaranty Bank & Trust Co. 1340 E. Venice Avenue 34292 Post Office Box 618 Venice, Florida 34292 (813)488-8441 | Satisfactory | 03-27-95 |

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> |
|-------------|---|---------------------------------------|
| Membership | Libertyville Bank & Trust Company Libertyville, Illinois (in organization) To become a member of the Federal Reserve System | N - 7-14-95 |
| Branch | North Shore Community Bank & Trust Company Wilmette, Illinois 722 12th Street Wilmette, Illinois | NP - 7-10-95 |
| Branch | Community State Bank Avilla, Indiana 115 E. Main Street Albion, Indiana | NP - 7-22-95 |
| EFT | Harris Trust and Savings Bank Chicago, Illinois 2 EFT's at Loyola University Business School 25 East Pearson Street Chicago, Illinois | NP - 8-1-95 |
| Membership | Security Savings Bank Eagle Grove, Iowa to become a member of the Federal Reserve System | NP - 7-21-95 |
| Branch | Bank of Pontiac Pontiac, Illinois 1703 West Reynolds Street Pontiac, Illinois | NP - 7-29-95 |
| Branch | Hinsbrook Bank & Trust Willowbrook, Illinois 718 Ogden Avenue Downers Grove, Illinois | NP - 7-7-95 |
| Y-1 Notice | C.B. Bank Shares, Inc. Russiaville, Indiana Central Bank Russiaville, Indiana* (formerly Central National Bank of Howard County) | FR - 7-17-95 NP - 6-23-95 |
| Branch | Liberty Bank Milwaukee, Wisconsin 312 East Silver Spring Drive Whitefish Bay, Wisconsin | NP - 7-21-95 |

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only
Continued

| <u>Type</u> | <u>Application</u> | <u>Comment Period Ending Date</u> |
|---------------|---|---------------------------------------|
| EFT | Comerica Bank Detroit, Michigan Kroger Store 23001 Michigan Avenue Dearborn, Michigan | NP - 7-23-95 |
| Merger/Branch | Security Savings Bank Farhamville, Iowa to acquire the assets and assume the deposit liabilities of the Harcourt, Iowa and Lehigh, Iowa offices of Boatmen's Bank of Fort Dodge, Fort Dodge, Iowa and to establish branches at 127 South Ash Street, Harcourt, Iowa and 116 Main Street, Lehigh, Iowa | NP - ** |
| Branch | Bank of Lakeview Lakeview, Michigan 10049 Buchanan Road Stanwood, Michigan | NP - 8-5-95 |
| Merger | Bank of Oakfield Oakfield, Wisconsin Van Dyne Branch of M&I Central State Bank Ripon, Wisconsin | NP - ** |

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 | Libertyville Bancorp, Inc. Lake Forest, Illinois Libertyville Bank & Trust Company Libertyville, Illinois* (in organization) | FR - 7-21-95 NP - 7-14-95 |
| Y-1 | A. E. Bancorp, Inc. Buffalo Grove, Illinois American Enterprise Bank Buffalo Grove, Illinois* (in organization) | FR - 7-21-95 NP - 7-16-95 |
| Y-2 | Lincoln Bancorp Reinbeck, Iowa Garwin Bancorporation Garwin, Iowa Farmers Savings Bank Garwin, Iowa* | FR - 7-10-95 NP - 8-7-95 |
| CoC-HC | First Community Bancshares, Corp. Milton, Wisconsin John C. Bradshaw | FR - 7-17-95 NP - ** |
| Y-2 | Shorebank Corporation Chicago, Illinois U.S. Bank of Southwest Washington Vancouver, Washington* | FR - 8-4-95 NP - ** |
| Y-2 | Colfax Bancshares, Inc. Victor, Iowa Maxwell Bancorporation Maxwell, Iowa Maxwell State Bank Maxwell, Iowa* | FR - 8-4-95 NP - ** |
| Y-1 | Barlow Banking Corporation Iowa Falls, Iowa Iowa Falls State Bank Iowa Falls, Iowa* | FR - 8-4-95 NP - ** |
| CoC-HC | Kent Bancshares, Inc. Kent, Illinois by Virgil L. Bockner & Delmar Kampen | FR - ** NP - ** |

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 | American Bancshares, Inc. Holstein, Iowa American National Bank Holstein, Iowa* | FR - 8-10-95 NP - ** |
| Y-2 | F&M Bancorporation, Inc. Kaukauna, Wisconsin Peoples State Bank of Bloomer Bloomer, Wisconsin* | FR - ** NP - ** |
| Y-2 | Ida Grove Bancshares, Inc. Ida Grove, Iowa American Bancshares, Inc. Holstein, Iowa American National Bank Holstein, Iowa* | FR - 8-10-95 NP - ** |
| Y-1 | Olympia Bancorporation, Inc. Employee Stock Owners Chicago Heights, Illinois Olympia Bancorporation, Inc. Chicago Heights, Illinois Heritage Olympia Bank Chicago Heights, Illinois* | FR - 8-11-95 NP - 8-9-95 |
| Y-1 | Philipps Investment Limited Partnership Spring Hill, Florida Gratiot Bancshares, Inc. Gratiot, Wisconsin Gratiot State Bank Gratiot, Wisconsin* | FR - ** NP - 7-22-95 |
| Y-2 | Shorebank Corporation Chicago, Illinois Indecorp, Inc. Chicago, Illinois Independence Bank of Chicago Chicago, Illinois Drexel National Bank Chicago, Illinois* | FR - ** NP - ** |
| Y-2 | Beaman Bancshares, Inc. Beaman, Iowa Producers Savings Green Mountain, Iowa* | 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 Ending Date</u> |
|-------------|---|---------------------------------------|
| 4 (c) (8) | St. Francis Capital Corporation Milwaukee, Wisconsin to engage in the sale of annuities through its subsidiary, St. Francis Insurance Services Corp., Milwaukee, Wisconsin | FR - ** |
| 4 (c) (8) | Lincoln Bancorp Reinbeck, Iowa Garwin Insurance Garwin, Iowa | FR - 7-10-95 |
| 4 (c) (8) | GNB Bancorporation Grundy Center, Iowa GNB Financial Co. Grundy Center, Iowa | FR - 7-10-95 |
| 4 (c) (8) | First Business Bancshares, Inc. Madison, Wisconsin To engage in commercial financial lending and leasing activities through its subsidiary, First Madison Capital Corp., Madison, Wisconsin | FR - 7-10-95 |
| 4 (c) (8) | Carroll County Bancshares, Inc. Carroll, Iowa to own and operate a finance company through its subsidiary, Carroll Credit, Inc. Carroll, Iowa | FR - 7-12-95 |
| 4 (c) (8) | Wisconsin Bank Services, Inc. Black River Falls, Wisconsin to engage in making and servicing loans | FR - 7-14-95 |
| 4 (c) (8) | Midstates Bancshares, Inc. Missouri Valley, Iowa to engage in investment advisory services thru Midstates Financial Services, Inc. Harlan, Iowa | FR - 7-27-95 |
| 4 (c) (8) | Princeton/LeClaire Agency, Inc. Princeton, Iowa to engage in leasing activities | FR - 7-25-95 |

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

| <u>Type</u> | <u>Application</u> | <u>Comment Period Ending Date</u> |
|-------------|---|---------------------------------------|
| 4 (c) (8) | Horizon Bancorp Michigan City, Indiana to engage <u>de novo</u> in consumer finance and mortgage lending through its subsidiary, The Loan Store, Inc., Michigan City, Indiana | FR - 7-27-95 |
| 4 (c) (8) | Garrett Bancshares Ltd. Bloomfield, Iowa to engage <u>de novo</u> in making and servicing loans | FR - ** |
| 4 (c) (8) | Central Illinois Financial Co., Inc. Champaign, Illinois BankIllinois Trust Co. Champaign, Illinois & to provide trust services as an Illinois Trust Company | FR - ** |
| 4 (c) (8) | West Bend Bancorp West Bend, Iowa to form wholly-owned sub., Security Insurance Inc., to undertake the sale of insurance in West Bend, Iowa | FR - ** |

Federal Reserve Bank of Chicago

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

| <u>Type</u> | <u>Application</u> |
|-------------|--------------------|
| | -None- |

- 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 July 14, 1995. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

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

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

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

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

| <u>BANK NAME/LOCATION</u> | <u>EXAMINATION DATE</u> | <u>RATINGS</u> |
|---|-------------------------|----------------|
| -State Bank of Viroqua 101 North Main Street P.O. Box 351 Viroqua, Wisconsin 54665 (608) 637-3127 | 4/03/95 | S |

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING JULY 14, 1995

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application **End of Comment Period**

None.

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

Application **End of Comment Period**

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application **End of Comment Period**

None.

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

Application **End of Comment Period**

None.

*This application is subject to CRA.

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

AVAILABILITY OF CRA PUBLIC DISCLOSURES

Identification of Ratings:

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

FOR THE WEEK ENDING July 14, 1995

| Name of Bank | Bank Address | Examination Date | Examination Rating |
|--------------|--------------|------------------|--------------------|
| None . | | | |
| | | | |
| | | | |
| | | | |
| | | | |

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

| <u>Application</u> | <u>Comment Period</u> <u>Ending Date</u> |
|--------------------|---|
| NONE. | |

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

| <u>Application</u> | <u>Comment Period</u> <u>Ending Date</u> |
|--|---|
| Commercial Bank of Mott Employee Stock Ownership Plan-Stock Ownership Trust, Mott, North Dakota, to acquire 51% of Commercial Bank of Mott, Mott, North Dakota* | August 10, 1995 (Federal Register) |
| Mott Bancshares, Inc., Mott, North Dakota, to acquire 49% of Commercial Bank of Mott, Mott, North Dakota* | August 10, 1995 (Federal Register) |
| Montana Security, Inc., Havre, Montana, to acquire 100% of the voting shares of First Security Bank of Havre, Havre, Montana* | August 14, 1995 (Federal Register) |
| Community First Bankshares, Inc., Fargo, North Dakota, to acquire 95.25% of Farmers & Merchants Bank of Beach, Beach, North Dakota* | August 14, 1995 (Federal Register) |
| Peter Mehlhaff, Sioux Falls, South Dakota, and Patrick O. Mehlhaff, Eureka, South Dakota, to increase their control of Great Plains Bank Corporation, Eureka, South Dakota, to 70.2% and 29.8%, respectively | August 1, 1995 (Federal Register) |

*Subject to CRA

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

Application

Norwest Corporation, Minneapolis, Minnesota,
and Norwest Financial Services, Inc., Des Moines,
Iowa, to acquire the assets and assume certain
liabilities of Orlandi Valuta, Los Angeles,
California, and Orlandi Valuta Nacional,
Boulder City, Nevada

Comment Period
Ending Date

Not yet available

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

Application

Great Plains Bank Corporation,
Eureka, South Dakota, to redeem
50.3% of its voting shares

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending July 14, 1995

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 |
|--|---------------------|--------------|
| The Peninsula Bank of Ishpeming 100 South Main Ishpeming, Michigan 49849 (906) 485-6333 | March 27, 1995 | Satisfactory |
| Central Savings Bank 511 Bingham Avenue Sault Ste. Marie, Michigan 49783 (906) 635-6250 | April 11, 1995 | Satisfactory |

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

| <u>APPLICATION</u> | <u>COMMENT PERIOD ENDING DATE</u> |
|---|--|
| Star Valley State Bank, Afton, Wyoming, for prior approval to become a member of the Federal Reserve System. | Not Available |
| State Bank and Trust of Colorado Springs, Colorado Springs, Colorado, for prior approval to establish a mobile branch office which will operate within a 15 mile radius of 111 South Tejan, Colorado Springs, Colorado. | Not Available |
| The Bank of Belen, Belen, New Mexico, for prior approval to establish a branch in Los Lunas, New Mexico.* | Not Available |

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

| <u>APPLICATION</u> | <u>COMMENT PERIOD ENDING DATE</u> |
|---|--|
| Ercil P. and Lee Nell Phillips Charitable Remainder Unitrust, Pleasanton, Nebraska, for prior approval to become a bank holding company through the acquisition of 50.2 percent of the voting shares of Pleasanton State Bank, Pleasanton, Nebraska.* | August 10, 1995 |
| Platte Valley Cattle Co., Grand Island, Nebraska, for prior approval to acquire 100 percent of the voting shares of Pleasanton State Bank, Pleasanton, Nebraska.* | August 10, 1995 |
| Country Bank Shares, Inc., Milford, Nebraska, for prior approval to acquire 100 percent of the voting shares of The Bank of Wilber, Wilber, Nebraska.* | Not Available |

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

| <u>Bank/Location</u> | <u>Exam Date</u> | <u>CRA Public Date</u> | <u>CRA Rating</u> |
|--|------------------|----------------------------|-----------------------|
| First State Bank P.O. Box 397 Ness City, Kansas 67560-0397 | 04-10-95 | 07-13-95 | Satisfactory |

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN
 APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF JULY 10, 1995

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

| <u>APPLICATION</u> | <u>NOTICE EXP</u> |
|--|-------------------|
| *Section 9 application from First Texas Bank - Texas City, Texas City, Texas, to establish a branch at 1100 Highway 146, Kemah, TX 77565 | 95/08/04 |

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

| <u>APPLICATION</u> | <u>** NOTICE EXP</u> |
|---|----------------------|
| *Section 3(a)(1) application by FCT Bancshares, Inc., Mart, TX, to acquire First Central Holdings, Inc., Dover, DE, and The First National Bank of Mart, Mart, TX | N/A |
| *Section 3(a)(1) application by First Central Holdings, Inc., Dover, DE, to acquire The First National Bank of Mart, Mart, TX | N/A |
| *Section 3(a)(3) application by UB&T Financial Corporation, Dallas, TX, to acquire Southeast Bancshares, Inc., Dallas, TX, and Commercial National Bank, Dallas, TX | N/A |
| *Section 3(a)(3) application by UB&T Delaware Financial Corporation, Dover, DE, to acquire Southeast Bancshares, Inc., Dallas, TX, and Commercial National Bank, Dallas, TX | N/A |
| *Section 3(a)(3) application by Central Texas Bankshare Holdings, Inc., Columbus, TX, to acquire additional shares of Hill Bancshare Holdings, Inc., Weimar, TX | 95/08/07 |
| *Section 3(a)(3) application by Columbus State Bankshare Holdings, Inc., Wilmington, DE, to acquire Hill Bancshare Holdings, Inc., Weimar, TX, and Hill Bank & Trust Company, Weimar, TX | 95/08/07 |
| *Section 3(a)(1) application by Maedgen & White, Ltd., Lubbock, TX, to acquire Plains Capital Corporation, Lubbock, TX, and Plains National Bank of West Texas, Lubbock, TX | N/A |

| | |
|---|----------|
| *Section 3(a)(3) application by Maedgen & White, Ltd., Lubbock, TX, to acquire Friona Bancorporation, Inc., Friona, TX, and Friona State Bank, Friona, TX | N/A |
| *Section 3(a)(3) application by Plains Capital Corporation, Lubbock, TX, to acquire Friona Bancorporation, Inc., Friona, TX, and Friona State Bank, Friona, TX | N/A |
| *Section 3(a)(3) application by Central Corporation, Monroe, LA, to acquire First United Bank of Farmerville, Farmerville, LA (Previously reported during the week of 6-26-95) | 95/08/12 |

**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 JULY 10, 1995

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 07/14/95

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

Robert G. Sarver, Scottsdale, Arizona, et al, to acquire
Bancomer Holding Company, Los Angeles, California,
which owns Grossmont Bank, Los Angeles, California. *

Newspaper: Not Available

Fed. Reg.: Not Available

Capital Corporation of the West, Merced, California, to
become a bank holding company by acquiring County
Bank, Merced, California.

Newspaper: Not Available

Fed. Reg.: Not Available

Section III - Applications Subject to Federal Register Only

None

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

None

* Subject to CRA.

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during the week ending July 14, 1995. 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> |
|--------------------|-----------------|-------------------------|----------------|
| 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.