

ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1996, No. 10
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending March 9, 1996

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

First Southern Bancorp, Inc., Stanford, Kentucky --
to acquire Casey Bancorp, Inc., Liberty, Kentucky,
and Casey County Bank.
Approved, March 4, 1996.

Governor and Company of the Bank of Ireland, Dublin,
Ireland -- to acquire Citizens Financial Group,
Providence, Rhode Island, Citizens Savings Bank;
Citizens Trust Company, and Citizens Bank of
Massachusetts, Boston, Massachusetts.
Approved, March 6, 1996.

Mitsubishi Bank, Limited, Tokyo, Japan -- to merge
with Bank of Tokyo, Ltd., also of Tokyo, and
acquire Union Bank, San Francisco, California, The
Chicago-Tokyo Bank, Chicago, Illinois, and The Bank
of Tokyo Trust Company, New York, New York; and to
acquire the nonbanking subsidiaries of Bank of
Tokyo.
Approved, March 6, 1996.

Royal Bank of Scotland Group plc, Edinburgh,
Scotland; Royal Bank of Scotland plc, and Citizens
Financial Group, Inc., Providence, Rhode Island --
to merge with Bank of Ireland First Holdings, Inc.,
Manchester, New Hampshire, and acquire First NH
Bank.
Approved, March 6, 1996.

Wells Fargo & Company, San Francisco, California --
to acquire First Interstate Bancorp, Los Angeles,
California, and its banking, nonbanking
and foreign subsidiaries.
Approved, March 6, 1996.

BANKS, FOREIGN

Sumitomo Bank, Limited, Osaka, Japan request for
reconsideration of the Board's approval of the
applications and notices to acquire certain U.S.
banking assets of the Daiwa Bank, Limited.
Denied, March 8, 1996.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ENFORCEMENT

Northern Bancorp, Inc., Woburn, Massachusetts, James J. Mawn, President and director, and Robert L. McCrensky, a director -- written agreement with the Federal Reserve Bank of Boston and the Office of the Commissioner of Banks of the Commonwealth of Massachusetts.
Announced, March 8, 1996.

Swiss Bank Corporation, Basle, Switzerland -- order of assessment of a civil money penalty
Authorized, March 6, 1996.

FORMS

Federal Reserve Check Fraud Survey (FR 3080) -- to conduct a one-time, voluntary survey.
Approved, March 6, 1996.

Reports of Condition for Foreign Subsidiaries of U.S. Banking Organizations (FR 2314a and b), and Financial Information for Foreign Subsidiaries of U.S. Banking Organizations (FR 2314c) -- extension with revision.
Approved, March 4, 1996.

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

ABBREVIATIONS: BS&R - Banking Supervision and Regulation; C&CA - Consumer and Community Affairs; FOMC - Federal Open Market Committee; FRBO - Federal Reserve Bank Operations; IF - International Finance; OSDM - Office of Staff Director for Management

BANK BRANCHES, DOMESTIC

San Francisco Bank of America Nevada, Las Vegas, Nevada -- to establish a branch at Rile's Grocery Store, at 4047 South Virginia Street, Reno, Nevada.
Approved, March 5, 1996.

Richmond Capon Valley Bank, Wardensville, West Virginia -- to establish a branch on State Route 259, Baker, West Virginia.
Approved, March 8, 1996.

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

BANK BRANCHES, DOMESTIC

Richmond	Farmers Bank of Appomattox, Appomattox, Virginia -- to establish a branch at the intersection of State Route 20 and U.S. Route 15, Dillwyn, Virginia. Approved, March 8, 1996.
Chicago	Fifth Third Bank of Central Indiana, Indianapolis, Indiana -- to establish a branch at 7272 Fishers Crossing Drive, Fishers, Indiana. Returned, March 4, 1996.
Chicago	Fifth Third Bank of Central Indiana, Indianapolis, Indiana -- to establish a branch at 1036 East 62nd Avenue; and 3100 Meridian Parke Drive, Greenwood, Indiana. Approved, March 5, 1996.
Secretary	First Interstate Bank, Los Angeles, California -- to establish a branch at 5808 East Telephone Road, Ventura, California. Approved, March 8, 1996.
Cleveland	Integra Bank, Pittsburgh, Pennsylvania -- to establish a branch at One Oxford Center. Approved, March 8, 1996.
St. Louis	Mid-America Bank of Louisville and Trust Company, Louisville, Kentucky -- to establish a branch at 11751 Bluegrass Parkway, Jefferson County, Kentucky. Approved, March 8, 1996.
St. Louis	State Bank of Jerseyville, Jerseyville, Illinois -- to acquire the Brighton, Illinois, branch of Mercantile Bank of Illinois, Alton, Illinois, and to establish a branch. Approved, March 5, 1996.
Atlanta	Transatlantic Bank, Miami, Florida -- to establish a branch at 11401 S.W. 40th Street. Approved, March 8, 1996.

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

BANK HOLDING COMPANIES

Cleveland	Banc One Corporation, Columbus, Ohio -- to engage de novo in leasing activities through Banc One Leasing Corporation. Permitted, March 4, 1996.
Minneapolis	BNCCORP, Inc., Bismarck, North Dakota -- to retain and service loans of Farmers and Merchants Bank, Beach, North Dakota. Approved, March 5, 1996.
Kansas City	Choice Financial Corporation, Greeley, Colorado -- to acquire 1st Choice Financial Corporation, and 1st Choice Bank. Approved, March 5, 1996.
Secretary	Compass Bancshares, Inc., Birmingham, Alabama -- request for waiver of application to acquire Equitable Bankshares, Inc., Dallas, Texas, and Equitable Bank. Granted, March 8, 1996.
Dallas	Executive Bancshares, Inc., Paris, Texas -- to acquire Collie County National Bank, McKinney, Texas. Approved, March 6, 1996.
Chicago	F & M Bancorporation, Kaukauna, Wisconsin, and F & M Merger Corporation -- request for waiver of application to acquire Bradley Bank, Tomahawk, Wisconsin. Returned, March 8, 1996.
Kansas City	First Colorado Bancorp, Inc., Lakewood, Colorado -- registration under Regulation G. Approved, March 7, 1996.
Cleveland	First Financial Bancorp, Hamilton, Ohio -- to acquire F&M Bancorp, Rochester, Indiana. Approved, March 5, 1996.
St. Louis	Heritage Financial Corporation, Lawrenceville, Illinois -- to acquire Heritage National Bank. Approved, March 6, 1996.

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

BANK HOLDING COMPANIES

Chicago	NBE Bancshares, Inc., Earleville, Illinois -- to acquire Pinnacle Bancshares, Inc., Paw Paw, Illinois, and State Bank of Paw Paw. Approved, March 4, 1996.
Director, BS&R	Northwest Equity Corporation, Amery, Wisconsin -- request for modification of commitment to divest certain property. Granted, March 8, 1996.
Richmond	Patapsco Bancorp, Inc., Dundalk, Maryland -- to acquire Patapsco Bank. Approved, March 5, 1996.
Chicago	Prairieland Bancorp, Inc., Bushnell, Illinois -- to engage in lending activities. Permitted, March 8, 1996.
Chicago	Prairieland Employee Stock Ownership Plan, Bushnell, Illinois -- to acquire Prairie Bancorp, Inc.; and Farmers & Merchants State Bank, and engage in lending and tax preparation services. Approved, March 8, 1996.
Dallas	Premier Bancshares, Inc., La Grange, Texas -- to acquire Premier Holdings - Nevada, Inc., Carson City, Nevada, and La Grange State Bank, La Grange, Texas. Approved, March 6, 1996.
Atlanta	Regions Financial Corporation, Birmingham, Alabama -- to merge with First Gwinnett Bancshares, Inc., Norcross, Georgia, and acquire First Gwinnett Bank. Approved, March 6, 1996.
Minneapolis	Taylor Bancshares, Inc., North Mankato, Minnesota -- to acquire 6 percent of the voting shares of First National Bank of Fairfax, Fairfax, Minnesota. Approved, March 6, 1996.
Richmond	United Bankshares, Inc., Charleston, West Virginia -- to acquire Eagle Bancorp, Inc. Approved, March 6, 1996.

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

BANK HOLDING COMPANIES

Secretary Wachovia Corporation, Winston-Salem, North Carolina -
- request for waiver of application to acquire
First National Bankshares of Henry County, Inc.,
Stockbridge, Georgia, and The First National Bank
of Henry County.
Granted, March 8, 1996.

Kansas City Wilson Bancshares, Inc., Wilson, Kansas -- to acquire
The Wilson State Bank.
Approved, March 4, 1996.

BANK MERGERS

St. Louis State Bank of Jerseyville, Jerseyville, Illinois --
to acquire the Brighton, Illinois, branch of
Mercantile Bank of Illinois, Alton, Illinois, and
to establish a branch.
Approved, March 5, 1996.

San Francisco WestAmerica Bank, San Rafael, California -- to merge
with Napa Valley Bank, Napa, California, and to
establish Napa Valley's seven branches and four
automatic teller machines as branches of those of
WestAmerica Bank.
Approved, March 8, 1996.

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Kansas City Colorado Bankers Life Insurance Company, Englewood,
Colorado -- registration under Regulation G.
Approved, March 5, 1996.

CAPITAL STOCK

Kansas City Farmers Bancshares, Inc., Maysville, Missouri --
redemption of shares.
Approved, March 6, 1996.

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

CHANGE IN BANK CONTROL

San Francisco California Center Bank, Los Angeles, California --
change in bank control.
Withdrawn, March 5, 1996.

Dallas Community Company, Waco, Texas -- change in bank
control.
Permitted, March 6, 1996.

Kansas City First Midwest Bancorp, Inc., Midwest, Oklahoma --
change in bank control.
Permitted, March 6, 1996.

COMPETITIVE FACTORS REPORTS

Atlanta Barnett Bank of Jacksonville, N.A., Jacksonville,
Florida, proposed merger with Barnett Bank of
Alachua County, N.A., Gainesville; Barnett Bank of
Broward County, N.A., Fort Lauderdale; Barnett
Bank of Central Florida, N.A., Orlando; Barnett
Bank of Highlands County, Sebring; Barnett Bank of
The Keys, Key West; Barnett Bank of Lake County,
Eustis; Barnett Bank of Lake Okeechobee, Okeechobee;
Barnett Bank of Lee County, N.A., Fort Myers;
Barnett Bank of Manatee County, N.A., Bradenton;
Barnett Bank of Martin County, N.A., Stuart;
Barnett Bank of Naples, Naples; Barnett Bank of
Nassau County, Fernandina Beach; Barnett Bank of
Northwest Florida, Lake City; Barnett Bank of
Northwest Florida, Fort Walton Beach; Barnett Bank
of Palm Beach County, West Palm Beach; Barnett Bank
of Pasco County, New Port Richey; Barnett Bank of
Pinellas County, St. Petersburg; Barnett Bank of
Polk County, Lakeland; Barnett Bank of South
Florida, N.A., Miami; Barnett Bank of Southwest
Florida, Sarasota; Barnett Bank of The St. Johns,
St. Augustine; Barnett Bank of The Suncoast, N.A.,
Brooksville; Barnett Bank of Tallahassee,
Tallahassee; Barnett Bank of Tampa, Tampa; Barnett
Bank of The Treasure Coast, Port St. Lucie; Barnett
Bank of Volusia County, Deland; Barnett Bank of
West Florida, Pensacola, and Barnett Banks Trust
Company, N.A., Jacksonville, Florida -- report on
competitive factors.
Submitted, March 6, 1996.

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

COMPETITIVE FACTORS REPORTS

New York	Chase Manhattan Bank, National Association, New York, New York, proposed purchase of the assets and assumption of the liabilities of the uninsured New York branch of Swiss Bank Corporation, Basel, Switzerland -- report on competitive factors. Submitted, March 6, 1996.
Kansas City	First Heritage National Bank, Davis, Oklahoma, proposed acquisition of the assets and assumption of the liabilities of the Tishomingo, branch of The Bank of Southern Oklahoma, N.A., Madill, Oklahoma - - report on competitive factors. Submitted, March 7, 1996.
St. Louis	First National Bank in Olney, Olney, Illinois, proposed merger with Ingraham State Bank, Ingraham, Illinois -- report on competitive factors. Submitted, March 8, 1996.
Chicago	First National Bank of Chicago, Chicago, Illinois, proposed purchase of certain assets and assumption of certain liabilities of NBD Bank, Wheaton, Illinois -- report on competitive factors. Submitted, March 4, 1996.
Dallas	First National Bank of Henrietta, Henrietta, Texas, proposed consolidation with Norwest Bank Texas, Wichita Falls, National Association, Wichita Falls, Texas -- report on competitive factors. Submitted, March 5, 1996.
Boston	Fleet National Bank of Connecticut, Hartford, Connecticut, proposed merger with Fleet Bank, N.A.; Fleet Bank of Massachusetts, N.A., Boston; Fleet National Bank of Massachusetts; and Fleet National Bank, Providence, Rhode Island -- report on competitive factors. Submitted, March 8, 1996.

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

COMPETITIVE FACTORS REPORTS

Chicago Mutual Federal Savings Bank, Muncie, Indiana --
 proposed purchase of the assets and assumption of
 the liabilities of a branch of American Trust
 Federal Savings Bank, Peru, Indiana -- report on
 competitive factors.
 Submitted, March 6, 1996.

New York North Fork Bank, Mattituck, New York, proposed merger
 with Extebank, Stony Brook, New York -- report on
 competitive factors.
 Submitted, March 4, 1996.

Chicago Regency Savings Bank, FSB, Naperville, Illinois --
 proposed acquisition of the assets and assumption
 of the liabilities of six branches of California
 National Bank of Lockport, Lockport, Illinois --
 report on competitive factors.
 Submitted, March 5, 1996.

Chicago Standard Federal Bancorporation, Inc., Troy,
 Michigan, proposed acquisition of the assets and
 assumption of the liabilities of Bell Bancorp,
 Inc., Chicago, Illinois -- report on competitive
 factors.
 Submitted, March 8, 1996.

EXTENSIONS OF TIME

Dallas Chaparral Bancshares, Inc., Richardson, Texas --
 extension to June 6, 1996, to acquire Chaparral
 Delaware Bancshares, Inc., Dover, Delaware, and
 Canyon Creek National Bank, Richardson, Texas.
 Granted, March 6, 1996.

Dallas Chaparral Delaware Bancshares, Inc., Dover,
 Delaware -- extension to June 6, 1996, to acquire
 Canyon Creek National Bank, Richardson, Texas.
 Granted, March 6, 1996.

Director, BS&R Citizens Financial Group, Inc., Boston,
 Massachusetts, and Citizens Bank of Massachusetts -
 - extension to divest certain property.
 Granted, March 6, 1996.

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

INTERNATIONAL OPERATIONS

Director, BS&R Northern Trust Company, Chicago, Illinois -- waiver
of the remainder of the 45-day notice period to
establish a branch in Singapore.
Granted, March 8, 1996.

MEMBERSHIP

Richmond Patapsco Bank, Dundalk, Maryland -- to become a
member of the Federal Reserve System.
Approved, March 5, 1996.

St. Louis Security Bank, Harrison, Arkansas -- to become a
member of the Federal Reserve System.
Approved, March 4, 1996.

RESERVE BANK OPERATIONS

Director, FRBO Federal Reserve Bank of New York -- to complete
educational exhibit center on ground floor of head
office building for public.
Approved, March 7, 1996.

Director, FRBO Federal Reserve Bank of San Francisco -- to proceed
with renovation at Salt Lake City Branch building.
Approved, March 6, 1996.

RESERVE BANK SERVICES

Director, FRBO Federal Reserve Bank of Richmond -- to implement
image-enhanced electronic check services at the
Richmond and Charlotte offices.
Approved, March 5, 1996.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BOARD OPERATIONS

Freedom of Information Act -- annual report for 1995.
Published, March 1, 1996.

REGULATIONS AND POLICIES

Capital adequacy -- request for comment on proposal
that explicitly incorporates backtesting into the
internal models approach for measuring capital
requirements for market risk (Docket R-0684).
Approved, February 28, 1996.

ADDITIONS AND CORRECTIONS

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

BANK BRANCHES, DOMESTIC

Philadelphia Founders Bank, Bryn Mawr, Pennsylvania -- to
establish a branch at 15 East Gay Street, West
Chester, Pennsylvania.
Approved, February 26, 1996.

EXTENSIONS OF TIME

Richmond Pioneer Community Group, Inc., Iaeger, West
Virginia -- extension to May 1, 1996, to acquire
Bank of Iaeger.
Granted, February 29, 1996.

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

NONE

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

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution

Examination Date

Rating**

NONE

*Subject to CRA.

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

FEDERAL RESERVE BANK OF NEW YORK

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

Notice by Community First Banking Company, Tinton Falls, New Jersey, to become a bank holding company with respect to Tinton Falls State Bank, Tinton Falls, New Jersey. 1/ 03/16/96

Application by Marine Midland Bank, Buffalo, New York, to acquire certain assets and assume certain liabilities of River Bank America, New Rochelle, New York, and, incident thereto, to establish branches at current River Bank branch locations. 1/ 04/04/96

Application by Chemical Bank, New York, New York, to establish an offsite electronic facility at Eugenio Maria de Hostos Community College, 500 Grand Concourse, Bronx, New York. 1/ 03/29/96

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

SNBNY Holdings Limited, Marina Bay, City of Gibraltar, to acquire the remaining outstanding shares (91.68 percent) of Safra National Bank of New York, New York, New York. 1/ 04/08/96 3/

SECTION III

Nonbanking Applications
(subject to Federal Register Notice Only)

None.

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 March 9, 1996

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
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None.

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

FEDERAL RESERVE BANK OF PHILADELPHIA

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

Bank of Mid Jersey, Bordentown, NJ to establish a branch to be located in the ACME Store at 18 Broadway Road, Browns Mills, NJ, pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: 04/06/96

Republic Bank, Philadelphia, PA to acquire First Executive Bank, Philadelphia, PA, pursuant to Section 18(c) of the Federal Deposit Insurance Act.

Newspaper comment period expires: 03/31/96

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

Execufirst Bancorp Inc. Philadelphia, PA to acquire Republic Bancorporation, Philadelphia, PA, pursuant to Section 3(a)(5) of the Bank Holding Company Act.

**Newspaper comment period expires: 03/31/96
Federal Register comment period expires: N/Avail**

BT Financial Corporation, Johnstown, PA to acquire The Armstrong County Trust Company, Kittanning, PA, pursuant to Section 3(a)(3) of the Bank Holding Company Act. Armstrong will be merged into Johnstown Bank & Trust Company, Johnstown, PA, BT Financial Corporation's lead bank subsidiary.

**Newspaper comment period expires: 02/25/96
Federal Register comment period expires: 04/05/96**

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

United Valley Bancorp, Philadelphia, PA requests prior approval to acquire at least 50 percent of Eagle Valley Financial Services, Inc., Philadelphia, PA, and thereby engage in mortgage banking pursuant to section 4(c)(8) of the Bank Holding Company Act and section 225.25(b)(1) of Regulation Y.

Federal Register comment period expires: N/Avail

SECTION III - APPLICATIONS RECEIVED AND SUBJECT TO FEDERAL REGISTER NOTICE ONLY (CONT'D)

BT Financial Corporation, Johnstown, PA to engage in community development activities through the acquisition of Moxham Community Development Corporation, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(6) of Regulation Y.

Federal Register comment period expires: 03/26/96

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

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 March 8, 1996.

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>
First Heritage Bank 64 N. Franklin Street Wilkes-Barre, PA 18702	10/23/95	Satisfactory

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

APPLICATIONS BULLETIN
(For the week ending March 9, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received notice from The Provident Bank, Cincinnati, Ohio, on March 17, 1996
March 4, 1996, of its intent to establish five (5) CBCT branches
in the Greater Cincinnati, Ohio, area.

Received notice from The Provident Bank of Kentucky, March 17, 1996
Alexandria, Kentucky, on March 4, 1996, of its intent to
establish a CBCT branch in Ft. Wright, Kentucky.

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

Received application from Tri-State 1st Bank, Inc., East *F: April 8, 1996
Liverpool, Ohio, on March 8, 1996, of its intent to acquire
1st National Community Bank, East Liverpool, Ohio,
pursuant to Section 3 of the Bank Holding Company Act.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received notice from Mid Am, Inc., Bowling Green, Ohio, on March 25, 1996
March 4, 1996, of its intent to engage in permissible lending
and leasing activities through a wholly-owned subsidiary, Mid
Am Credit Corp.

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

(March 8, 1996)

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 March 8, 1996. 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>
Citizens Bank of Virginia, Vienna, Virginia, to establish a branch at 11600 Plaza America Drive, Reston, Va.*	3-18-96
Union Bank and Trust Company, Bowling Green, Virginia, to establish a branch at 8520 Jefferson Davis Highway, Fredericksburg, Virginia.*	3-29-96
Crestar Bank MD, Bethesda, Maryland, to acquire certain assets and assume certain liabilities of Mellon Bank (MD), Rockville, Maryland, and to establish five branches.*	4-7-96

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Bailey Financial Corporation, Clinton, South Carolina, to acquire 51% of the voting shares of Rock Hill Bank & Trust, Rock Hill, South Carolina, an organizing bank.*	3-31-96
Beach First National Bancshares, Inc., Myrtle Beach, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Beach First National Bank, Myrtle Beach, South Carolina, an organizing bank.*	4-5-96**

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**

Application
None.

*Application is subject to CRA requirements.
**Expiration of comment period specified in the Federal Register.

Federal Reserve Bank of Richmond

Section V - Availability of CAR Public Evaluations

Week ending March 8, 1996

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.

Examination

Date

Rating

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 8, 1996

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
SunTrust Bank, Gulf Coast Sarasota, Florida To establish a branch located at 2424 Manatee Avenue West, Bradenton Florida, to be known as the Manatee Avenue West Branch.	02-28-96*
SunTrust Bank, Gulf Coast Sarasota, Florida To establish a branch located near the Intersection of Bee Ridge Road and Cattleman Road, Sarasota, Florida, to be known as the Bee Ridge Branch.	02-28-96*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Capital City Bank Group, Inc. Tallahassee, Florida To acquire First Financial Bancorp, Inc., Tallahassee, Florida (a thrift holding corporation), 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.	03-25-96
First Commerce Banks of Florida, Inc. Winter Haven, Florida To acquire First Mercantile National Bank, Longwood, Florida, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Not yet available*
Independent Bankshares Corporation Gallatin, Tennessee To acquire Rutherford Bank and Trust, Murfreesboro, Tennessee (in organization), pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

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

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

Application
None.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 8, 1996

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>Bank</u>	<u>CRA Rating</u>	<u>Examination Date</u>
Columbia Bank Post Office Box 5079 Tampa, Florida 33675 (813)247-4811	Satisfactory	11-13-95

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 8, 1996

<u>Recently Approved Applications</u>	<u>Approval Date</u>
Regions Financial Corporation Birmingham, Alabama	03-06-96
To merge with First Gwinnett Bancshares, Inc., Norcross, Georgia, and thereby directly acquire its subsidiary, First Gwinnett Bank, Norcross, Georgia.	
Transatlantic Bank Miami, Florida	03-08-96
To establish a branch located at 11401 S.W. 40 Street, Miami, Florida, to be known as the Bird Road Branch.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 3655 Cascade Road, Atlanta, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 6615 Roswell Road, Atlanta, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 8725 Roswell Road, Atlanta, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 3649 Flakesmill Road, Decatur, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 1625 Pleasant Hill Drive, Duluth, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 2500 Dallas Road, Marietta, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 1100 Johnson Ferry Road, N.E., Marietta, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 1050 East Piedmont Road, Marietta, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 3605 Sandy Plains Road, N.E., Atlanta, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 1905 Scenic Highway, Snellville, Georgia.	
SunTrust Bank Atlanta, Georgia	03-08-96
To establish a branch located at 909 Eagles Landing Parkway, Stockbridge, Georgia.	

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	Fifth Third Bank of Central Indiana Indianapolis, Indiana State Road 135 and Fry Road Greenwood, Indiana	NP - 3-6-96
Branch	Fifth Third Bank of Central Indiana Indianapolis, Indiana 1036 East 62nd Avenue Indianapolis, Indiana 3100 Meridian Parke Drive Greenwood, Indiana	NP - 2-27-96
Branch	1st Source Bank South Bend, Indiana 500 Indiana Boundary Line Road Chesterton, Indiana	NP - 3-4-96
Branch	1st Source Bank South Bend, Indiana 800 Main Street Rochester, Indiana	NP - 3-4-96
Merger/Branch	F & M Bank Kaukauna, Wisconsin TCF Bank Wisconsin, FSB Little Chute, Wisconsin and Branch @201 East Main Street Little Chute, Wisconsin	NP - 3-5-96
Branch	Fifth Third Bank of Central Indiana Indianapolis, Indiana 7272 Fishers Crossing Drive Indianapolis, Indiana	NP - 2-27-96

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch	M&I Bank of Beloit Beloit, Wisconsin 1805 Prairie Avenue Beloit, Wisconsin	NP - **
Merger/Branch	Citizens Commercial & Savings Bank Flint, Michigan Second National Bank of Saginaw Saginaw, Michigan National Bank of Royal Oak Royal Oak, Michigan State Bank of Standish Standish, Michigan Second National Bank of Bay City Bay City, Michigan Grayling State Bank Grayling, Michigan and thereby establish 39 branches	NP - 3-21-96

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-2	Bank of Waunakee Stock Ownership Plan Waunakee, Wisconsin Waunakee Bank Shares, Inc. Waunakee, Wisconsin Bank of Waunakee Waunakee, Wisconsin*	FR - 2-22-96 NP - 2-29-96
Y-2	Fort Wayne National Corporation Fort Wayne, Indiana Valley Financial Services, Inc. Mishawaka, Indiana Valley American Bank and Trust Company South Bend, Indiana*	FR - 3-8-96 NP - 2-28-96
CoC-HC	Iroquois Bancorp, Inc. Gilman, Illinois Craig L. Campbell & Douglas L. Campbell	FR - 3-5-96 NP - 3-23-96
Y-1	Valley Community Bancorp, Inc. St. Charles, Illinois Valley Community Bank St. Charles, Illinois* (in organization)	FR - 3-4-96 NP - 3-1-96
Y-1	Prairieland Employees Stock Ownership Plan Bushnell, Illinois Prairieland Bancorp, Inc., Bushnell, Illinois Farmers & Merchants State Bank Bushnell, Illinois*	FR - 2-26-96 NP - 1-18-96
Y-2	Forrest Bancshares, Inc. Forrest, Illinois Erie Bancorp, Inc. Erie, Illinois Erie State Bank Erie, Illinois*	FR - 3-11-96 NP - 3-15-96
CoC-HC	Palos Bancshares, Inc. Palos Heights, Illinois by Gregory J. Paetow	FR - 3-12-96 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	Valley Ridge Financial Corporation Kent City, Michigan Community Bank Corporation Grant, Michigan Grant State Bank Grant, Michigan	FR - 3-15-96 NP - **
Y-2	LeMars Bancorporation, Inc. LeMars, Iowa Brunsville Bancorporation, Inc., Brunsville, Iowa First State Bank Brunsville, Iowa Merrill Bancorporation, Inc. Merrill, Iowa Farmers State Bank Merrill, Iowa*	FR - 3-29-96 NP - **
Y-2	Capitol Bancorp, Ltd. Lansing, MI Bank of Tucson Tucson, Arizona (in organization)*	FR - 3-29-96 NP - 3-20-96
COC-HC	Community Bancshares of Wisconsin, Inc. Grafton, Wisconsin by Gus J. Lukas	FR - 3-21-96 NP - **
Y-2	Home Financial Bancorp Spencer, Indiana Owen Community Bank, s.b. Spencer, Indiana*	FR - 3-29-96
Y-2	First Michigan Bank Corporation Holland, Michigan Arcadia Financial Corporation Portage, Michigan Arcadia Bank & Trust Company Kalamazoo, Michigan*	FR - 2-26-96 NP - 2-22-96

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)	Prairieland Employees Stock Ownership Plan Bushnell, Illinois to engage in making and servicing loans	FR - 2-26-96
4(c)(8)	Prairieland Employee Stock Ownership Plan Bushnell, Illinois to engage in providing tax services	FR - 2-26-96
4(c)(8)	Prairieland Bancorp, Inc. Bushnell, Illinois to engage in making and servicing loans	FR - 2-26-96
4(c)(8)	Financial Services Corporation of the Midwest Rock Island, Illinois to engage <u>de novo</u> in the activity of making and servicing loans	FR - 3-5-96
4(c)(8)	Heartland Bancshares, Inc. Lenox, Iowa to engage <u>de novo</u> in making and servicing loans	FR - 3-6-96
4(c)(8)	Midstates Bancshares, Inc. Harlan, Iowa to engage in acting as principal, agent or broker for credit related insurance agency activities through its subsidiary, Midstates Financial Services, Inc. Harlan, Iowa	FR - 3-19-96
4(c)(8)	Midstates Bancshares, Inc. Harlan, Iowa to engage in trust functions and activities including Fiduciary, agency or custodial nature and real estate and personal property appraising through its subsidiary, Midstates Trust and Farm Management, Inc. Harlan, Iowa	FR - 3-19-96
4(c)(8)	Home Financial Bancorp Spencer, Indiana to engage in making, acquiring or servicing loans or other extensions of credit	FR - 3-29-96

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)	First Chicago NBD Corporation Chicago, Illinois to acquire all of the issued and outstanding capital stock of Barrington Bancorp, Inc. Barrington, Illinois First Federal Savings Bank of Barrington Barrington, Illinois	FR - **
4(c)(8)	First Chicago NBD Corporation Chicago, Illinois to exercise the option to acquire up to 19.9% of the currently issued and outstanding shares of common stock of Barrington Bancorp, Inc. Barrington, Illinois First Federal Savings Bank of Barrington Barrington, Illinois	FR - **

Federal Reserve Bank of Chicago

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

Type

Application

-None-

N - Newspaper

FR - Federal Register

*** - Subject to Provisions of Community Reinvestment Act**

**** - Not available at this time**

Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending March 1, 1996. 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 substantial noncompliance 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>
Baylake Bank 217 North 4th Avenue P.O. Box 9 Sturgeon Bay, Wisconsin 54235-0009 (414) 743-5551	12/11/95	O

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING MARCH 8, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
*Section 9 application by Mid-America Bank of Louisville and Trust Company, Louisville, Kentucky, to establish a branch at 11751 Bluegrass Parkway, Jefferson County, Kentucky.	3-1-96

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

<u>Application</u>	<u>End of Comment Period</u>
Change in control notification involving Magnolia Bancshares, Inc., Hodgenville, Kentucky, by Jerry N. Clanton, M.D.	Not yet available
*Section 3(a)(5) application by First Commercial Corporation, Little Rock, Arkansas, to acquire Cedar Creek Bancshares, Inc., Seven Points, Texas.	Newspaper: 4-6-96

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

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

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

<u>Application</u>	<u>End of Comment Period</u>
Stock redemption notification by Magnolia Bancshares, Inc., Hodgenville, Kentucky, to redeem 42% of its equity.	N/A

*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 March 8, 1996

Name of Bank	Bank Address	Examination Date	Examination Rating
Arkansas Bank & Trust Co.	P. O. Box 5640 Hot Springs, AR 71902	11/13/95	Outstanding

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
F&M Bank-Lakeland, Woodruff, Wisconsin, for prior approval to merge with Bradley Bank, Tomahawk, Wisconsin, and incident thereto, establish two branches in Tomahawk, Wisconsin.	March 5, 1996
First Citizens Bank of Polson, Polson, Montana, to establish a branch in East Missoula, Montana.	March 23, 1996
Pioneer Bank, Mapleton, Minnesota, for prior approval to merge with The First National Bank of Elmore, Elmore, Minnesota, and incident thereto, establish branches in Elmore, Minnesota and Delavan, Minnesota.	Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Am-First Financial Corporation, Madison, South Dakota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Madison State Bank, Madison, South Dakota, presently known as American Federal Bank, fsb, Madison, South Dakota.*	April 5, 1996 (Federal Register)
Am-First Financial Corporation, Madison, South Dakota, for prior approval to acquire through merger 100% of the voting shares of the Farmers and Merchants Investment Co., Omaha, Nebraska.*	April 5, 1996 (Federal Register)
Farmers and Merchants Investment Co., Omaha, Nebraska, for prior approval to acquire 100% of the voting shares of the Am-First Financial Corporation, Madison, South Dakota.*	April 5, 1996 (Federal Register)
Citizens Bank Group, Inc., St. James, Minnesota, for prior approval to directly and indirectly acquire 100% of the voting shares of the Elmore Bancshares, Inc., Elmore, Minnesota.*	April 8, 1996 (Federal Register)

Pioneer Bank, Mapleton, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Elmore Bancshares, Inc., Elmore, Minnesota.*

April 8, 1996
(Federal Register)

*Subject to CRA

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Community First Bankshares, Inc., Fargo, North Dakota, to engage in general insurance agency activities, through the acquisition of certain assets of Wheaton Insurance Agency, Inc., Wheaton, Minnesota.	March 25, 1996
Norwest Corporation, Minneapolis, Minnesota, to engage in mortgage serving activities through the acquisition of certain assets of The Prudential Home Mortgage Company.	March 26, 1996
Norwest Corporation, Minneapolis, Minnesota, to engage in residential mortgage lending through a joint venture, Mortgage Professionals, Des Moines, Iowa, with Mid-America Mortgage Co.	March 28, 1996
BNCCORP, Inc., Bismarck, North Dakota, to engage in management consulting and commercial finance activities through the acquisition of certain assets of Cambridge Bank Professionals, LLC, St. Cloud, Minnesota.	March 28, 1996

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 March 8, 1996

ASSIGNMENT OF RATING

Identification of Ratings

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

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

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

BANK(S) EXAMINED

DATE OF EXAMINATION

CRA RATING

NONE.

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

**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 ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Shickley State Company, Shickley, Nebraska, for prior approval to engage de novo through its subsidiary, Campbell Apartments, Inc., Shickley, Nebraska, in community development activities.

March 25, 1996

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

APPLICATION

Kit Carson Insurance Agency, Inc., Kit Carson, Colorado, for prior approval to redeem 4,545 shares of its own voting common stock.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

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

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF MARCH 4, 1996

**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**

*Section 3(a)(3) application by
West Texas National Bancshares, Inc., Lockney, TX, to
acquire Silverton Bancshares, Inc., Silverton, TX, and
First State Bank, Silverton, TX

N/A

*Section 3(a)(3) application by
Lockney Holding Company, Wilmington, DE, to acquire
First State Bank, Silverton, TX

N/A

*Section 3(a)(3) application by
Brazos Bancshares, Inc., Joshua, TX, to acquire
Heritage Eagle Corporation, Red Oak, TX, Fore Corporation,
Wilmington, DE, and Heritage Bank, Red Oak, TX

N/A

Change in Control Notice by
Shirley L. Garrison, Hereford, TX, to acquire an interest
in Plains Bancorp, Inc., Dimmitt, TX

N/A

Change in Control Notice by
Marvin Doyce Middlebrook, Lubbock, TX, and Randall Wade
Middlebrook, Lubbock, TX, to acquire an interest in
Caprock Bancshares, Inc., Shallowater, TX

N/A

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

APPLICATION

NOTICE EXP

None.

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

APPLICATION

Notice by City State Bancshares, Inc., Palacios, TX,
to redeem 35,641 shares of its common stock

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

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF MARCH 4, 1996

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 3/08/96

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Bank of America Nevada, Las Vegas, Nevada to establish a branch office inside Raley's grocery store, at 4047 S. Virginia Street, Reno, Nevada. *	<u>Newspaper:</u> 02/22/96
First Utah Bank, Salt Lake City, Utah, to establish a branch office at 3541 West 1987 South, Salt Lake City, Utah. *	<u>Newspaper:</u> 03/30/96
Oak Valley Community Bank, Oakdale, California, to establish a branch office at 14580 Mono Way, Sonora, California. *	<u>Newspaper:</u> Not Available

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

Fai Chan, Hong Kong, to acquire up to 51.41 percent of American Pacific Bank, Aumsville, Oregon.	<u>Newspaper:</u> 02/27/96 <u>Fed. Req.:</u> 03/27/96
California Community LLC. Los Angeles, California, to become a bank holding company by acquiring First Coastal Bank, N.A., El Segundo, California. *	<u>Newspaper:</u> Not Available <u>Fed. Req.:</u> Not Available

Section III - Applications Subject to Federal Register Only

InterWest Bancorp, Reno, Nevada, to engage in mortgage activities through the acquisition of InterWest Mortgage, A Nevada Corporation, Reno, Nevada.	<u>Fed. Req.:</u> Not Available
California Community LLC, Los Angeles, California to engage <u>de novo</u> in data processing, loan servicing and management consulting services through California Community Corp., Los Angeles, California.	<u>Fed. Req.:</u> Not Available

Section IV - Applications Not Subject to Federal Register Notice or Newspaper Notices (Cont'd.)

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 3/08/96

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during this week. 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>
Jtah Independent Bank	55 S. State St. Salina, Utah 84654-1344 (801) 529-7459	10/30/95	Satisfactory
FIB-CA	707 Wilshire Blvd. Los Angeles, CA 90017 (213) 614-4111	08/28/95	Outstanding
The Bank of San Ramon Valley	2826 Crow Canyon Rd. San Ramon, CA 94583 (510) 820-2555	11/20/95	Outstanding

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

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

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

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

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

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.