

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1996, No. 28
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending July 13, 1996

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

Monetary policy report to Congress.
Approved, July 10, 1996.

BANK HOLDING COMPANIES

Bank of Boston Corporation, Boston, Massachusetts --
to acquire BayBanks, Inc., Boston, Massachusetts;
BayBank, N.A., Boston, Massachusetts; BayBank NH
National Association, Derry, New Hampshire; BayBank
FSB, Nashua, New Hampshire, and thereby engage in
the operation of a savings and loan association;
and to acquire additional shares of NYCE
Corporation, Hackensack, New Jersey.
Approved, July 10, 1996.

BANKS, STATE MEMBER

Old Kent Bank, Grand Rapids, Michigan, and Comerica
Bank, Detroit, Michigan -- issuance of no action
letters by staff to allow the banks to make
investments not previously addressed by the Board
for state member banks.
Approved, July 10, 1996.

EXTENSIONS OF TIME

Regulation E -- extension of comment period to
September 1, 1996, on Board's proposal to amend the
regulation
Granted, July 11, 1996.

FORMS

Application for a Foreign Banking Organization to
Become a Bank Holding Company (FR Y-1f) --
extension without revision.
Proposed, July 9, 1996.

Consumer Satisfaction Questionnaire (FR 1379) --
extension without revision.
Proposed, July 9, 1996.

OTC Margin Stock Report (FR 2048)-- extension without
revision.
Proposed, July 9, 1996.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Quarterly Report of Condition for a New York State Investment Company and Its Domestic Subsidiaries (FR 2886a) -- to discontinue.

Proposed, July 9, 1996.

Report of Broker Carrying Margin Accounts (FR 2240) -
- extension without revision.

Proposed, July 9, 1996.

Survey of Debits to Selected Deposits Accounts (FR 2573) -- to discontinue.

Proposed, July 9, 1996.

REGULATIONS AND POLICIES

Federal National Mortgage Association --determination that Fannie Mae is a financial institution for purposes of the netting provisions in the Federal Deposit Insurance Corporation Improvement Act.

Approved, July 10, 1996.

RESERVE BANK OPERATIONS

Budget guidelines for 1997.

Approved, July 10, 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

Atlanta Aliant Bank, Alexander City, Alabama -- to establish a branch at 92 Euclid Avenue, Birmingham, Alabama.
Approved, July 8, 1996.

Chicago Baylake Bank, Sturgeon Bay, Wisconsin -- to establish a branch at Glendale Crossing Shopping Center, Green Bay, Wisconsin.
Approved, July 12, 1996.

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

BANK BRANCHES, DOMESTIC

| | |
|-----------|---|
| Atlanta | Capital City Bank, Tallahassee, Florida -- to establish a branch at the Publix Super Market #533, 6753 Thomasville Road. Approved, July 12, 1996. |
| New York | Chemical Bank, New York, New York -- to establish an off-site electronic facility on the premises of Morgan Stanley & Company, Inc., at 1221 Avenue of the Americas. Approved, July 11, 1996. |
| Richmond | Crestar Bank, Richmond, Virginia - to establish a branch in the Wal-Mart Supercenter at 550 Old Franklin Turnpike, Rocky Mount, Virginia. Approved, July 8, 1996. |
| St. Louis | First Bank, Creve Coeur, Missouri -- to establish a branch at 1526 West Highway 70 South Service Road, Wentzville, Missouri. Approved, July 12, 1996. |
| Atlanta | First Independence Bank, Fort Myers, Florida -- to establish a branch at 6061 Estero Boulevard, Fort Myers Beach, Florida. Approved, July 12, 1996. |
| New York | Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch office in the Hilltop Retirement Home, 286 Deyo Hill Road; and in the Tops Markets Inc., Pyramid Mall, at the intersection of Routes 5 and 20 and Route 14A, Geneva, New York. Approved, July 8, 1996. |
| New York | Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch in the Osborn Retirement Community, 101 Theall Road, Rye, New York. Approved, July 12, 1996. |
| Chicago | NBD Bank, Detroit, Michigan -- to establish an offsite electronic facility at 512 Broad Street, St. Joseph, Michigan. Approved, July 9, 1996. |

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

BANK BRANCHES, DOMESTIC

Dallas Silsbee State Bank, Silsbee, Texas -- to establish a branch at Main at Commerce, Buna, Texas. Approved, July 11, 1996.

Secretary SunTrust Bank, Atlanta, Georgia -- to establish branches at Merton Walk, 911 Georgia Highway, 120, Lawrenceville; Five Forks Corners, at the intersection of Killian Hill and Five Forks Trickum, Lilburn; MacLande Point, 1750 Powder Springs Road, Marietta; Tree Trail Village, 12250 Tech Drive, N.W., Norcross; Lost Mountain Crossing, 5100 Dallas Highway, Powder Springs; and Horizon Village, at the intersection of Lawrenceville Suwanee Road and Interstate 85, Suwanee, Georgia. Approved, July 10, 1996.

BANK HOLDING COMPANIES

Cleveland BancFirst Ohio Corporation, Zanesville, Ohio -- to acquire County Savings Bank, Newark, Ohio. Permitted, July 12, 1996.

Chicago Carroll County Bancshares, Inc., Carroll, Iowa -- to acquire Nevada Community Bancshares, Inc, Nevada, Iowa, and Community Bank, Nevada, Iowa. Approved, July 12, 1996.

Boston Commerce Bancshares Corporation, Worcester, Massachusetts -- to acquire Commerce Bank & Trust Company. Approved, July 12, 1996.

Cleveland F.N.B. Corporation, Hermitage, Pennsylvania -- to acquire Southwest Banks, Inc., Naples, Florida. Approved, July 12, 1996.

Dallas Falcon Nevada, Inc., Reno, Nevada -- request for waiver of application to acquire Falcon National Bank, Laredo, Texas. Granted, July 8, 1996.

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

BANK HOLDING COMPANIES

| | |
|----------------|--|
| Minneapolis | Finlayson Bancshares, Inc., Finlayson, Minnesota -- to acquire Wood Lake Bancorporation, Wood Lake, Minnesota. Approved, July 12, 1996. |
| Minneapolis | Finlayson Bancshares, Inc., Finlayson, Minnesota -- to engage in general insurance agency activities through acquisition of Wood Lake Bancorporation, Wood Lake, Minnesota. Approved, July 12, 1996. |
| San Francisco | Frontier Financial Corporation, Everett, Washington - - to acquire Whidbey Island Bank, Oak Harbor, Washington. Approved, July 9, 1996. |
| Chicago | Hills Bancorporation, Hills, Iowa -- to acquire Hills Bank Kalona, Kalona, Iowa. Approved, July 10, 1996. |
| Minneapolis | Inter-Mountain Bancorp, Inc., Bozeman, Montana -- to acquire First Security Bank of Belgrade, Belgrade, Montana. Approved, July 9, 1996. |
| Minneapolis | James Valley Bancorporation, Inc., Jamestown, North Dakota -- to acquire North Star Holding Company, Inc. Withdrawn, July 12, 1996. |
| Director, BS&R | Keystone Financial, Inc., Harrisburg, Pennsylvania - - request for limited relief from a restriction under which Keystone currently conducts certain investment advisory activities. Granted, July 12, 1996. |

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

BANK HOLDING COMPANIES

| | |
|-------------|--|
| Chicago | Libertyville Bancorp, Inc., Lake Forest, Illinois -- notification of intent to engage de novo in lending activities. Permitted, July 11, 1996. |
| Dallas | Mercedes Bancorp, Inc., Mercedes, Texas -- change in bank control.. Returned, July 9, 1996. |
| Atlanta | Middle Georgia Bankshares, Inc., Unadilla, Georgia -- to establish Proimage, Inc., Macon, Georgia, and engage in data processing activities, in a joint venture with First Macon Bank & Trust and Provesa, Inc. Permitted, July 12, 1996. |
| Chicago | Nevada Community Bancshares, Inc., Nevada, Iowa -- to acquire Community Bank. Approved, July 12, 1996. |
| Minneapolis | Norwest Corporation, Minneapolis, Minnesota -- notification of intent to engage in general insurance agency activities through acquisition of certain assets of DUMAE Insurance Agency, Inc., Dell Rapids, South Dakota. Permitted, July 9, 1996. |
| Secretary | Old National Bancorp, Evansville, Indiana -- to acquire Workingmens Capital Holdings, Inc., Bloomington, Indiana, and Workingmens Federal Savings Bank. Approved, July 12, 1996. |
| Kansas City | Platte Valley Banc, Inc., Scottsbluff, Nebraska -- to acquire Platte Valley National Bank. Approved, July 8, 1996. |
| New York | Societe Generale, Paris, France -- to engage de novo, through its New York branch, in making equity and debt investments in corporations or projects designed primarily to promote community welfare. Permitted, July 10, 1996. |

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

BANK HOLDING COMPANIES

| | |
|---------------|---|
| Dallas | Southeast Bancorp of Texas, Inc., Winnie, Texas -- to acquire the Beaumont, branch of Bonnet Finance Corporation, and engage in lending activities. Permitted, July 12, 1996. |
| Cleveland | Star Banc Corporation, Cincinnati, Ohio -- to acquire DJJ Leasing Ltd. Permitted, July 10, 1996. |
| Cleveland | Star Banc Corporation, Cincinnati, Ohio -- to acquire DJJ Leasing Ltd. Permitted, July 10, 1996. |
| New York | SVB Financial Services, Inc., Somerville, New Jersey, -- to acquire Somerset Valley Bank. Approved, July 10, 1996. |
| Richmond | United Community Bankshares, Inc., Franklin, Virginia -- to acquire the Bank of Franklin, Franklin; and the Bank of Sussex and Surry, Wakefield, Virginia. Approved, July 10, 1996. |
| Atlanta | Volunteer State Bancshares, Inc., Portland, Tennessee -- request for relief from commitments in connection with change in bank control. Approved, July 10, 1996. |
| San Francisco | West Coast Bancorp, Lake Oswego, Oregon -- to form West Coast Trust Company, Inc., Salem, Oregon. Permitted, July 10, 1996. |

BANK MERGERS

| | |
|----------|---|
| Richmond | F & M Bank-Hallmark, Springfield, Virginia -- to merge with F & M Bank-Potomac, Herndon, Virginia, and Fairfax Bank & Trust Company, Fairfax, Virginia, and to establish branches. Approved, July 10, 1996. |
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK MERGERS

Dallas Silsbee State Bank, Silsbee, Texas -- to acquire certain assets and assume the liabilities of the Buna Branch of First Bank of Texas, Tomball, Texas. Approved, July 11, 1996.

CAPITAL STOCK

Chicago Adair Insurance Agency, Inc., Adair, Iowa -- redemption of shares. Approved, July 11, 1996.

Chicago Madison Holding Company, Winterset, Iowa -- redemption of shares. Approved, July 11, 1996.

Atlanta Synovus Financial Corporation, Columbus, Georgia, and TB&C Bancshares, Inc. -- to retain control of Canterbury Trust Company, Birmingham, Alabama, and continue to engage in trust activities. Approved, July 10, 1996.

CHANGE IN BANK CONTROL

Kansas City Bates County Bancshares, Inc., Rich Hill, Missouri -- change in bank control. Permitted, July 12, 1996.

Atlanta Community Bancshares of Mississippi, Inc., Forest, Mississippi -- request for waiver of commitment concerning change in bank control. Granted, July 11, 1996.

Kansas City Drexel Bancshares, Inc., Drexel, Missouri -- change in bank control. Permitted, July 10, 1996.

Chicago Madison Holding Company, Winterset, Iowa -- change in bank control. Permitted, July 11, 1996.

Dallas Mercedes Bancorp, Inc., Mercedes, Texas -- change in bank control. Returned, July 9, 1996.

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

CHANGE IN BANK CONTROL

Kansas City Rock Creek Bancshares, Inc., Burlington, Kansas --
 change in bank control.
 Permitted, July 12, 1996.

St. Louis Seligman Bancshares, Inc., Seligman, Missouri --
 change in bank control.
 Permitted, July 12, 1996.

Atlanta Volunteer State Bancshares, Inc., Portland, Tennessee
 -- request for relief from commitments in
 connection with change in bank control.
 Permitted, July 10, 1996.

COMPETITIVE FACTORS REPORTS

St. Louis Bradford National Interim Bank, Greenville, Illinois
 proposed merger with the Bradford National Bank of
 Greenville -- report on competitive factors.
 Submitted, July 12, 1996.

St. Louis Citizens National Bank of Albion, Albion, Illinois
 proposed merger with CNB National Bank -- report on
 competitive factors.
 Submitted, July 11, 1996.

Dallas Compass Bank - Houston, Houston, Texas, proposed
 acquisition of the assets and assumption of the
 liabilities of three branches of Coastal Banc,
 S.S.B. at 6100 Broadway, San Antonio, Texas; 4400
 Vance Jackson; 6610 Blanco Road -- report on
 competitive factors.
 Submitted, July 10, 1996.

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

COMPETITIVE FACTORS REPORTS

| | |
|-------------|--|
| Chicago | First Bank of the Americas, S.S.B., Chicago, Illinois, proposed merger with Interim First Bank, S.B. -- report on competitive factors. Submitted, July 8, 1996. |
| Richmond | First Gaston Bank, Gastonia, North Carolina, proposed acquisition of certain assets and assumption of the liabilities of the Mount Holly, North Carolina, branch of First Community Bank -- report on competitive factors. Submitted, July 12, 1996. |
| Chicago | Hills Bank Kalona, Kalona Iowa, proposed acquisition of the assets and assumption of the liabilities of Boatmen's Bank of Iowa, N.A. -- report on competitive factors. Submitted, July 10, 1996. |
| Kansas City | Mid City Bank, Inc., Omaha, Nebraska, proposed acquisition of the assets and assumption of the liabilities of Western Security Bank -- report on competitive factors. Submitted, July 11, 1996. |
| Dallas | New First Savings Bank, F.S.B., Clovis, New Mexico, proposed merger with First Savings Bank, F.S.B. -- report on competitive factors. Submitted, July 9, 1996. |
| Kansas City | Norwest Bank of Colorado, Denver, Colorado, proposed merger with Regional Bank of Colorado, N.A., Rifle, Colorado -- report on competitive factors. Submitted, July 10, 1996. |
| New York | Republic National Bank of New York, New York, New York, proposed acquisition of certain assets and assumption of certain liabilities of the branch of Independence Savings Bank, Brooklyn, New York, at 6802 Bay Parkway -- report on competitive factors. Submitted, July 11, 1996. |

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

COMPETITIVE FACTORS REPORTS

- St. Louis Simmons First Bank of Lake Village, Lake Village, Arkansas, proposed acquisition of the assets and assumption of the liabilities of Simmons First Bank of Dermott, Dermott, Arkansas -- report on competitive factors.
Submitted, July 12, 1996.
- St. Louis Southeast Arkansas Bank, Parkdale, Arkansas proposed merger with Wilmot State Bank, Wilmot, Arkansas -- report on competitive factors.
Submitted, July 11, 1996.
- Richmond Southern Bank and Trust Company, Mount Olive, North Carolina, proposed acquisition of the assets and assumption of the liabilities of the Edenton, North Carolina, branch of United Carolina Bank, Whiteville, North Carolina -- report on competitive factors.
Submitted, July 10, 1996.
- Richmond Tryon Federal Savings and Loan Association, Tryon, North Carolina proposed merger with the Hometown Bank, Clyde, North Carolina -- report on competitive factors.
Submitted, July 9, 1996.

EXTENSIONS OF TIME

- Atlanta Kislak Financial Corporation, Miami Lakes, Florida -- extension to October 14, 1996, to acquire shares of Kislak National Bank, North Miami, Florida.
Granted, July 12, 1996.

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

EXTENSIONS OF TIME

| | |
|---------------|---|
| Chicago | LeMars Bancorporation, Inc., LeMars, Iowa -- extension to October 12, 1996, to acquire Brunsville Bancorporation, Inc., Brunsville, Iowa; First State Bank; Merrill Bancorporation, Inc., Merrill, Iowa; and Farmers State Bank. Granted, July 12, 1996. |
| Dallas | Overton Delaware Corporation, Dover, Delaware -- extension to October 16, 1996, to acquire Longview Financial Corporation, Longview, Texas. Granted, July 9, 1996. |
| Dallas | Overton Financial Corporation, Overton, Texas -- extension to October 16, 1996, to acquire Longview Financial Corporation, Longview, Texas. Granted, July 9, 1996. |
| San Francisco | Zions Bancorporation, Salt Lake City, Utah -- extension to divest certain property. Granted, July 8, 1996. |

RESERVE BANK OPERATIONS

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| Director, FRBO | Federal Reserve Bank of San Francisco -- to acquire commercial check image capture, archive, and retrieval systems to accommodate image enhanced payor bank services. Approved, July 12, 1996. |
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

| | |
|---------------|---|
| San Francisco | Bank of the Desert, N.A., La Quinta, California proposed merger with Valley Independent Bank, El Centro, California -- report on competitive factors. Submitted, July 1, 1996. |
| Atlanta | Citizens State Bank, Butler, Georgia, proposed merger with Crawford County Bank, Roberta, Georgia, -- report on competitive factors. Submitted, July 3, 1996. |
| Atlanta | Regions Bank, Gainesville, Georgia, proposed merger with Rockdale Community Bank, Conyers, Georgia, and to establish one branch -- report on competitive factors. Submitted, July 3, 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**

None.

SECTION II

**Applications Subject to Both
Newspaper and Federal Register Notice**

None.

SECTION III

**Nonbanking Applications
(subject to Federal Register Notice Only)**

Notice by Commerzbank AG, Frankfurt, Germany to engage through its subsidiary, Commerz Futures Corp. in securities brokerage activities worldwide.

NA

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 13, 1996

NAME OF BANK

RATING

EXAMINATION DATE

None.

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

FEDERAL RESERVE BANK OF PHILADELPHIA

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

**United Bank of Philadelphia, Philadelphia, PA to establish a branch office at 38th Street and
Lancaster Avenue, Philadelphia, PA, pursuant to Section 9 of the Federal Reserve Act.**

Newspaper comment period expires: N/Avail.

**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**

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 12, 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> |
|----------------------|-------------------------|-------------------|
| NONE | NONE | NONE |

APPLICATIONS BULLETIN
(For the week ending July 13, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

NONE

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

Received application submitted by Banc One Corporation, Columbus, Ohio, on behalf of its wholly-owned subsidiary, Bank One, Texas, N.A., Dallas, Texas, on July 12, 1996, to establish an Edge Act corporation, Banc One International Corporation.

-
- * - 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 12, 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 July 12, 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> |
|--|-----------------------------------|
| Summit Bankshares, Inc., Raphine, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Bank of Rockbridge, Raphine, Virginia.* | 7-25-96 |
| Centura Bank, Rocky Mount, North Carolina, to establish a branch at 109 Broadfoot Avenue, Fayetteville, North Carolina.* | 7-30-96 |

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

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|--|-----------------------------------|
| MainStreet BankGroup Incorporated, Martinsville, Virginia, to acquire Hanover Bank, Mechanicsville, Virginia.* | 8-12-96 |

Section III - Applications Subject to Federal Register Notice

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|---|-----------------------------------|
| Wachovia Corporation, Winston-Salem, North Carolina, to engage in tax planning and preparation services through its subsidiary, Wachovia Capital Markets, Inc., Atlanta, Georgia. | 7-23-96** |
| Key Capital Corporation, Inc., Owings Mills, Maryland, to make, acquire, or service loans or other extensions of credit (including issuing letters of credit and accepting drafts) for Key Capital Corporation, Inc., or for the account of others, such as would be made by consumer finance, credit card, mortgage, and commercial finance companies. | 8-8-96** |

*Application is subject to CRA requirements

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

Federal Reserve Bank of Richmond

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

Application

None.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending July 12, 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.

| | <u>Examination Date</u> | <u>Rating</u> |
|--|-----------------------------|---------------|
| Rockingham Heritage Bank 110 University Boulevard Harrisonburg, Virginia 22801 | 4-22-96 | Outstanding |
| Hanover Bank 7012 Mechanicsville Turnpike Mechanicsville, Virginia 23111 | 4-22-96 | Outstanding |

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending July 5, 1996

Section 1 - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

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

Application

Comment Period Ending Date

ISB Financial Corporation
New Iberia, Louisiana

Not yet available*

To merge with Jefferson Bancorp, Inc., Gretna, Louisiana, and thereby directly acquire Jefferson Federal Savings Bank, Gretna, Louisiana (Jefferson), pursuant to Section 3(a)(5) of the Bank Holding Company Act. Prior to consummation, Jefferson will convert from a federally-chartered savings bank to a state-chartered federal savings bank.

Section 3 - Applications Subject to Federal Register Only

Application

Comment Period Ending Date

SouthTrust Corporation
Birmingham, Alabama

07-29-96

Through its wholly-owned subsidiary, SouthTrust Securities, Inc., Birmingham, Alabama, to engage in underwriting and dealing in certain private ownership industrial development revenue bonds and certain unrated municipal revenue bonds, including unrated public ownership and private ownership industrial development bonds, pursuant to Section 4(c)(8) of the Bank Holding Company Act.

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 July 12, 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> |
|--|-------------------|-------------------------|
| Guaranty Bank & Trust Company Post Office Box 618 Venice, Florida 34284 (813)485-9000 | Satisfactory | 03-25-96 |
| Gulf Bank Highway 182 East Orange Beach, Florida 36561 (334)981-4200 | Satisfactory | 04-08-96 |
| Alabama Exchange Bank 102 West Northside Street Tuskegee, Alabama 36083 (334)727-1730 | Satisfactory | 04-08-96 |

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending July 12, 1996

| <u>Recently Approved Applications</u> | <u>Approval Date</u> |
|--|----------------------|
| Aliant Bank Alexander City, Alabama To establish a branch located at 92 Euclid Avenue, Birmingham, Alabama. | 07-08-96 |
| Capital City Bank Tallahassee, Florida To establish a branch located at the Publix Super Market #533, 6753 Thomasville Road, Tallahassee, Florida. | 07-12-96 |
| First Independence Bank Fort Myers, Florida To establish a branch located at 6061 Estero Boulevard, Fort Myers Beach, Florida, to be known as the Fort Myers Beach Office. | 07-12-96 |
| SunTrust Bank Atlanta, Georgia To establish a branch located at 5100 Dallas Highway, Powder Springs, Georgia, to be known as the Lost Mountain Crossing Branch. | 07-10-96 |
| SunTrust Bank Atlanta, Georgia To establish a branch located at the intersection of Killian Hill and Five Forks Trickum, Lilburn, Georgia, to be known as the Five Forks Corners Branch. | 07-10-96 |
| SunTrust Bank Atlanta, Georgia To establish a branch located at the intersection of Lawrenceville Suwanee Road and I-85, Suwanee, Georgia, to be known as the Horizon Village Branch. | 07-10-96 |
| SunTrust Bank Atlanta, Georgia To establish a branch located at 1750 Powder Springs Road, Marietta, Georgia, to be known as the MacLand Pointe Branch. | 07-10-96 |
| SunTrust Bank Atlanta, Georgia To establish a branch located at 1250 Tech Drive, N.W., Norcross, Georgia, to be known as the Tree Trail Village Branch. | 07-10-96 |
| SunTrust Bank Atlanta, Georgia To establish a branch located at 911 Georgia Highway 120, Lawrenceville, Georgia, to be known as the Merton Walk Branch. | 07-10-96 |
| Community Bancshares of Mississippi, Inc. Forest, Mississippi Commitment waiver request. | 07-11-96 |

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> |
|---------------|---|---------------------------------------|
| Merger/Branch | DeMotte State Bank DeMotte, Indiana Hebron, Indiana branch of First Chicago/NBD Bank, N.A. Indianapolis, Indiana 507 South Main Street Hebron, Indiana | NP - 7-12-96 |
| Branch | F&M Bank Kaukauna, Wisconsin 1901 East Main Street Little Chute, Wisconsin | NP - 7-18-96 |
| Membership | Ossian State Bank Ossian, Iowa | NP - 7-15-96 |
| Branch | Comerica Bank Detroit, Michigan 31145 Harper St. Clair Shores, Michigan | NP - 7-27-96 |
| EFT | NBD Bank Detroit, Michigan 512 Broad Street St. Joseph, Michigan | NP - 6-12-96 |
| Merger/Branch | First Banking Center-Burlington Burlington, Wisconsin Genoa City, Wisconsin branch of American National Bank and Trust Company of Genoa City Genoa City, Wisconsin 235 Freeman Street Genoa City, Wisconsin | NP - ** |

NP Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

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> |
|---------------|--|---------------------------------------|
| Merger/Branch | First Banking Center-Burlington Burlington, Wisconsin Pell Lake, Wisconsin branch of American National Bank and Trust Company of Genoa City Genoa City, Wisconsin N1264 Park Road Pell Lake, Wisconsin | NP - ** |
| Branch | M&I First American Bank Wausau, Wisconsin 220 South 18th Avenue Wausau, Wisconsin | NP - 7-25-96 |
| Branch | Citizens Bank Flint, Michigan 32200 Schoolcraft Road Livonia, Michigan | NP - 7-21-96 |

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> |
|-------------|--|-----------------------------------|
| 3(a)(5) | First Merchants Corporation* Muncie, Indiana Randolph County Bancorp Winchester, Indiana Randolph County Bank Winchester, Indiana | FR - 7-15-96 NP - 7-9-96 |
| 3(a)(3) | North Shore Community Bancorp, Inc.* Lake Forest, Illinois Lake Forest Bancorp, Inc. Lake Forest, Illinois Lake Forest Bank and Trust Company Lake Forest, Illinois Hinsdale Bancorp, Inc. Hinsdale, Illinois Hinsdale Bank and Trust Company Libertyville Bancorp, Inc. Libertyville, Illinois Libertyville Bank and Trust Company Libertyville, Illinois | FR - 7-8-96 NP - 7-7-96 |
| 3(a)(1) | Fortress Bancshares, Inc.* Cresco, Iowa Fortress Holdings, Inc. Hartland, Wisconsin Houston Security Bank Houston, Minneapolis Westby-Coon Valley State Bank Westby, Wisconsin | FR - 7-15-96 NP - 6-21-96 |
| 3(a)(3) | Old O'Brien Bancshares, Inc.* Sutherland, Iowa Hawarden Banking Company Omaha, Nebraska First State Bank Hawarden, Iowa | FR - 6-21-96 NP - 7-20-96 |
| 3(a)(1) | Farmers State Bancshares, Inc.* Mason City, Iowa Farmers State Bank Northwood, Iowa | FR - 7-19-96 NP - 7-22-96 |

Federal Reserve Bank of Chicago

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

| <u>Type</u> | <u>Application</u> | <u>Comment Period Ending Date</u> |
|-------------|---|---------------------------------------|
| 3(a)(3) | Great Lakes Financial Resources, Inc. ESOP* Homewood, Illinois Great Lakes Financial Resources, Inc. Homewood, Illinois Bank of Homewood Homewood, Illinois Bank of Matteson Matteson, Illinois First National Bank of Blue Island Blue Island, Illinois | FR - 7-12-96 NP - 7-16-96 |
| 3(a)(1) | Community Holdings Corporation* Palos Hills, Illinois First State Bank and Trust Company of Palos Hills Palos Hills, Illinois | FR - 8-1-96 NP - ** |
| 3(a)(3) | Hills Bancorporation* Hills, Iowa Hills Bank Kalona Kalona, Iowa (in organization) | FR - 7-8-96 NP - 6-22-96 |
| 3(a)(3) | Landmark Financial Group, Inc.* Belvidere, Illinois Alpine Bancorporation, Inc. Rockford, Illinois Alpine Bank of Illinois Rockford, Illinois | FR - 7-8-96 NP - 7-7-96 |
| 3(a)(1) | St. Joseph Capital Corporation* South Bend, Indiana St. Joseph Capital Bank Mishawaka, Indiana (in organization) | FR - 7-26-96 NP - ** |
| 3(a)(1) | Lewis Family Partners, L.P.* Morris, Illinois Illinois Valley Bancorp, Inc. Morris, Illinois Grundy County National Bank Morris, Illinois | FR - 8-1-96 NP - ** |

Federal Reserve Bank of Chicago

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

| <u>Type</u> | <u>Application</u> | <u>Comment Period Ending Date</u> |
|-------------|---|---------------------------------------|
| 3(a)(3) | Country Bank Shares Corporation* Mount Horeb, Wisconsin Belleville Bancshares Corporation Belleville, Wisconsin Belleville State Bank Belleville, Wisconsin | FR - 8-8-96 NP - ** |
| 3(a)(3) | ABN AMRO Bank N.V.* Amsterdam, The Netherlands Bankers Corporation Perth Amboy, New Jersey Bankers Savings Bank Perth Amboy, New Jersey | FR - ** NP - ** |
| 3(a)(3) | ABN AMRO Holding N.V.* Amsterdam, The Netherlands Bankers Corporation Perth Amboy, New Jersey Bankers Savings Bank Perth Amboy, New Jersey | FR - ** NP - ** |
| 3(a)(3) | Stichting Administratiekantoor ABN AMRO Holding* Amsterdam, The Netherlands Bankers Corporation Perth Amboy, New Jersey Bankers Savings Bank Perth Amboy, New Jersey | FR - ** NP - ** |
| 3(a)(3) | Stichting Prioriteit ABN AMRO Holding N.V.* Amsterdam, The Netherlands Bankers Corporation Perth Amboy, New Jersey Bankers Savings Bank Perth Amboy, New Jersey | 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) | North Shore Community Bancorp, Inc. Lake Forest, Illinois Crabtree Capital Corporation Schaumburg, Illinois | FR - 7-8-96 |
| 4(c)(8) | UnionBancorp, Inc. Streator, Illinois LaSalle County Collections, Inc. Ottawa, Illinois | FR - 7-8-96 |
| 4(c)(8) | Bank of Montreal Montreal, Canada Multinet International Bank New York, New York | FR - ** |
| 4(c)(8) | First Chicago NBD Corporation Chicago, Illinois Multinet International Bank New York, New York | FR - ** |
| 4(c)(8) | Marshall & Ilsley Corporation Milwaukee, Wisconsin EastPoint Technology, Inc. Bedford, New Hampshire | FR - 7-12-96 |
| 4(c)(8) | Pinnacle Banc Group, Inc. Oak Brook, Illinois Financial Security Corp. Chicago, Illinois Security Federal Savings and Loan Association Chicago, Illinois | FR - ** NP - ** |

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

| <u>Type</u> | <u>Application</u> | <u>Comment Period Ending Date</u> |
|-------------|---|---------------------------------------|
| 4(c)(8) | ABN AMRO Bank N.V. Amsterdam, The Netherlands ChiCorp, Inc. Chicago, Illinois The Chicago Corporation Chicago, Illinois | FR - ** |
| 4(c)(8) | ABN AMRO Holding N.V. Amsterdam, The Netherlands ChiCorp, Inc. Chicago, Illinois The Chicago Corporation Chicago, Illinois | FR - ** |
| 4(c)(8) | Stichting Administratiekantoor ABN AMRO Holding Amsterdam, The Netherlands ChiCorp, Inc. Chicago, Illinois The Chicago Corporation Chicago, Illinois | FR - ** |
| 4(c)(8) | Stichting Prioriteit ABN AMRO Holding Amsterdam, The Netherlands ChiCorp, Inc. Chicago, Illinois The Chicago Corporation Chicago, Illinois | FR - ** |

Federal Reserve Bank of Chicago

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

Type Application

None

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 July 12, 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 has a 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.

BANK NAME/LOCATION

EXAMINATION DATE

RATINGS

NONE

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING July 12, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

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

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

| <u>Application</u> | <u>End of Comment Period</u> |
|--|-------------------------------------|
| * Section 3(a)(1) application by The Belknap Partnership, L.P., Poplar Bluff, Missouri, to acquire Bootheel Bancorp, Inc., Poplar Bluff, Missouri (previously reported during the week ending July 5, 1996). | <u>Federal Register</u> : 8-8-96 |
| * Section 3(a)(3) application by Mark Twain Bancshares, Inc., St. Louis, Missouri, to acquire Northland Bancshares, Inc., Kansas City, Missouri. | Newspaper: 8-1-96 |
| * Section 3(a)(1) application by Mark Twain Acquisition Corp. II, St. Louis, Missouri, to acquire Northland Bancshares, Inc., Kansas City, Missouri. | Newspaper: 8-1-96 |

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

| <u>Application</u> | <u>End of Comment Period</u> |
|---|-------------------------------------|
| Section 4(c)(8) notification by Sharon Bancshares, Inc., Sharon, Tennessee, to engage, <u>de novo</u> , in full-service brokerage activities through offices of the holding company's subsidiary banks (previously reported during the week ending June 28, 1996). | 7-19-96 |
| Section 4(c)(8) notification by Century Bancshares, Inc., Gainesville, Missouri, to directly engage, <u>de novo</u> , in securities brokerage activities through offices of the holding company's subsidiary banks (previously reported during the week ending July 5, 1996). | 7-23-96 |

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

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

* This application/notification 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 12, 1996

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

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

Application

Comment Period
Ending Date

Yellowstone Bank, Laurel, Montana, proposes to merge with Yellowstone Bank, Absarokee, Montana; Yellowstone Bank, Billings, Montana; and Yellowstone Bank, Columbus, Montana, and incident thereto establish branches in the Montana communities of Absarokee, Billings, and Columbus. *

Not yet available

*Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

Comment Period
Ending Date

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject
to Federal Register Notice Only

Application

Comment Period
Ending Date

NONE.

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 July 12, 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

Victoria State Bank
1630 Arboretum Boulevard
Victoria, MN 55386
(612) 443-2491

March 18, 1996

Satisfactory

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

| <u>APPLICATION</u> | <u>COMMENT PERIOD ENDING DATE</u> |
|---|-----------------------------------|
| BancFirst, Oklahoma City, Oklahoma, for prior approval to establish an ATM and night deposit box at 310 N. Washington, Suite 1345, Weatherford, Oklahoma. | Not Available |
| First United Bank, Parker, Colorado, for prior approval to establish a branch facility at 201 Wadsworth Boulevard, Lakewood, Colorado. | Not Available |

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

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

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

| <u>APPLICATION</u> | <u>COMMENT PERIOD ENDING DATE</u> |
|--|-----------------------------------|
| First Kansas Bancshares, Inc., Hutchinson, Kansas, for prior approval to engage de novo, through its subsidiary Personal Financial Corp., Hutchinson, Kansas, in a joint venture in consumer finance lending activities. | July 30, 1996 |

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

| <u>APPLICATION</u> |
|--------------------|
| None. |

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

| <u>Bank/Location</u> | <u>Exam Date</u> | <u>CRA Public Date</u> | <u>CRA Rating</u> |
|--|------------------|------------------------|-------------------|
| First Security Bank P.O. Box 127 Mitchell, Nebraska 69357-0127 | 04/08/96 | 07/09/96 | Outstanding |
| Citizens State Bank P.O. Box 89 Polk, Nebraska 68654-0089 | 04/08/96 | 07/11/96 | Satisfactory |

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF JULY 8, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

| <u>APPLICATION</u> | <u>NOTICE EXP</u> |
|--------------------|-------------------|
| None. | |

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

| <u>APPLICATION</u> | <u>** NOTICE EXP</u> |
|--|----------------------|
| Change in Control Notice by Tommy Mayhew Lovell, Jr., Farmersville, TX, to acquire an interest in Farmersville Bancshares, Inc., Farmersville, TX (Previously reported during the week of 6-17-96) | 96/07/20 |
| Change in Control Notice by John Gordon Muir, Jr., Houston, TX, to acquire an interest in Thorndale Bancshares, Inc., Thorndale, TX (Previously reported during the week of 6-17-96) | 96/07/17 |
| *Section 3(a)(3) application by Big Bend Bancshares Corporation, Presidio, TX, to acquire additional shares of Marfa National Bank, Marfa, TX (Previously reported during the week of 6-24-96) | 96/07/22 |
| *Section 3(a)(3) application by Rio Bancshares Corporation, Wilmington, DE, to acquire additional shares of Marfa National Bank, Marfa, TX (Previously reported during the week of 6-24-96) | 96/07/22 |
| *Section 3(a)(3) application by National Bancshares Corporation of Texas, Laredo, TX, to acquire Luling Bancshares, Inc., Luling, TX, and First National Bank, Luling, TX | N/A |
| *Section 3(a)(3) application by NBT of Delaware, Inc., Wilmington, DE, to acquire Luling Bancshares, Inc., Luling, TX, and First National Bank, Luling, 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

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 8, 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> |
|--|----------------------------|-------------------|
| Citizens Bank and Trust Company of Baytown, Texas 1300 Rollingbrook Dr. P. O. Box 150 Baytown, Texas 77522 | 96/03/25 | Outstanding |

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 7/12/96

Section I - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

U.S. Bank of Utah, Salt Lake City, Utah, to establish branches at the Target stores, located at 7025 S. Park Center Drive, Midvale, Utah, and 200 N. Market Place Drive, Centerville, Utah. *

Newspaper: 7/07/96

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

Western Acquisition Partners, L.P., and Western Acquisition, L.L.C., Buffalo Grove, Illinois, to become bank holding companies by acquiring at least 43.5 percent of Sunwest Bank, Tustin, California. *

Newspaper: Not available

Fed. Reg.: 7/26/96

Cal Fed Bancorp, Inc., Los Angeles, California, to become a bank holding company by acquiring First Citizens Bank, Sherman Oaks, California, and to retain ownership of California Federal Bank, FSB, Los Angeles, California, and thereby engage in the activity of operating a savings association. *

Newspaper: 6/17/96

Fed. Reg.: 8/13/96

Section III - Applications Subject to Federal Register Only

Wells Fargo & Company, San Francisco, California, to expand the geographic scope of the activities of issuing and selling variably denominated payment instruments throughout the United States, through all Wells Fargo branches, existing now or hereafter acquired.

Fed. Reg.: 7/30/96

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 7/12/96

Section III - Applications Subject to Federal Register Only (cont'd).

Cal Fed Bancorp, Inc., Los Angeles, California, to retain ownership of, and engage in nonbanking activities through, Cal Fed Credit, Inc., Rosemead, CA; Cal Fed Credit of Texas, Inc., Irving, TX; Cal Fed Investment Corp.; Cal Fed Insurance Agency, Inc.; Cal Fed Investment Services; Cal Fed Mortgage Company; and Cal Fed Service Corporation, all of Los Angeles, CA.

Fed. Reg.: 8/13/96

Cal Fed Bancorp, Inc. also has proposed to retain the following subsidiaries: Cal Fed Enterprises, CFE Portrero Corporation, Cal Fed Syndications, California Communities, Inc., CF Management Corp., CF Recovery Corp. One, CF Recovery Corp. Two, Melrose Funding Incorporated, and XCF Acceptance Corporation, all of Los Angeles, California.

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

None

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 7/12/96

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> |
|------------------------|--|-------------------------|----------------|
| California Center Bank | 2222 W. Olympic Blvd. Los Angeles, CA 90006 (213) 386-2222 | 2/26/96 | Satisfactory |
| Cache Valley Bank | 101 N. Main Street Logan, UT 84321-4525 (801) 753-3020 | 3/11/96 | Satisfactory |

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

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

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

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

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

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.