

ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1996, No. 31
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending August 3, 1996

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Banco Santander, S.A., Madrid, Spain -- to acquire
Banco Central Hispano Puerto Rico, Hato Rey, Puerto
Rico.
Approved, July 31, 1996.

Hibernia Corporation, New Orleans, Louisiana -- to
acquire St. Bernard Bank & Trust Company, Arabi,
Louisiana.
Approved, July 31, 1996.

Hibernia Corporation, New Orleans, Louisiana -- to
merge with CM Bank Holding Company, Lake Charles,
Louisiana, and acquire Calcasieu Marine National
Bank of Lake Charles.
Approved, July 31, 1996.

BANKS, FOREIGN

CBG Compagnie Bancaire de Geneve, Geneva, Switzerland
-- to establish a representative office in Miami,
Florida.
Approved, July 29, 1996.

BANKS, STATE MEMBER

Du Quoin State Bank, Du Quoin, Illinois -- to make a
public welfare investment in Kaskaskia Community
Development Corporation, Pinckneyville, Illinois.
Approved, July 29, 1996.

ENFORCEMENT

Peoples Bancshares, Inc., Colorado Springs,
Colorado -- combined order of prohibition and order
of assessment of a civil money penalty against
Scott A. Noyes, a former vice president and
secretary/treasurer.
Announced, July 29, 1996.

FORMS

Notice of Change in Bank Control (FR 2081) --
extension with revision.
Proposed, August 1, 1996.

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JULY 29, 1996 TO AUGUST 2, 1996

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**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

Kansas City	BancFirst, Oklahoma City, Oklahoma -- to establish an ATM and night deposit drop box in the Weatherford Shopping Center, 310 North Washington, Suite 1345, Weatherford, Oklahoma. Approved, August 2, 1996.
Chicago	Comerica Bank, Detroit, Michigan -- to establish a branch at 31145 Harper, St. Clair Shores, Michigan. Approved, August 2, 1996.
Chicago	Harris Trust and Savings Bank, Chicago, Illinois -- to establish an offsite electronic facility at CNA Plaza, 55 East Jackson Blvd. Approved, August 1, 1996.
Chicago	M&I First American Bank, Wausau, Wisconsin -- to establish a branch at 220 South 18th Avenue. Approved, August 1, 1996.
Atlanta	United American Bank of Central Florida, Orlando, Florida -- to establish a branch at 2488 Semoran Boulevard, Apopka, Florida. Approved, August 2, 1996.

BANK HOLDING COMPANIES

New York	Arrow Financial Corporation, Glens Falls, New York, and Arrow Vermont Corporation, Rutland, Vermont -- to engage de novo in trust company activities through VNB Trust Company. Permitted, July 31, 1996.
GC	Bank of Boston Corporation, Boston, Massachusetts -- request for reconsideration of Board's approval of the applications to acquire BayBanks, Inc. Denied, July 30, 1996.
Dallas	Big Bend Bancshares Corporation, Presidio, Texas -- to acquire shares of Marfa National Bank, Marfa, Texas. Approved, July 30, 1996.

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

BANK HOLDING COMPANIES

Boston	Cambridge Bancorp, Inc., Cambridge, Massachusetts -- to engage de novo in investment advisory activities through Cambridge Investment Services of NH, Inc. Permitted, July 29, 1996.
San Francisco	Capital Corp of the West, Merced, California -- to expand the geographic scope of Capital West Group, Inc., and to engage de novo in providing management consulting advice. Withdrawn, July 29, 1996.
St. Louis	Century Bancshares, Inc., Gainesville, Missouri -- to engage de novo in discount brokerage securities activities. Permitted, July 30, 1996.
Director, BS&R	Community Bankshares Incorporated, Petersburg, Virginia -- registration statement. Approved, July 31, 1996.
Dallas	East Texas Bancorp, Inc., Longview, Texas -- to acquire East Texas Delaware Financial Corp, Dover Delaware. Approved, July 30, 1996.
Dallas	East Texas Delaware Financial Corporation, Dover, Delaware -- to acquire Community Bank, Longview, Texas. Approved, July 30, 1996.
San Francisco	Eggemeyer Corp., Chicago, Illinois -- to engage in providing investment or financial advice through Belle Plaine Financial, L.L.C. Withdrawn, July 29, 1996.
St. Louis	First Commercial Corporation, Little Rock, Arkansas - - to acquire City National Bank, Whitehouse, Texas. Approved, July 29, 1996.

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

BANK HOLDING COMPANIES

Chicago	Fortress Bancshares, Inc., Cresco, Iowa -- to acquire Fortress Bank of Cresco; Fortress Holdings, Inc., Hartland, Wisconsin; Houston Security Bank, Houston, Minnesota; and Westby-Coon Valley State Bank, Westby, Wisconsin. Approved, July 30, 1996.
Dallas	Freeman Bancstock Investments, Dallas, Texas -- to merge with UB&T Financial Corporation. Approved, August 2, 1996.
New York	Greater Community Bancorp, Totowa, New Jersey -- to engage de novo in full service securities brokerage activities and dealing in bank-eligible securities through Greater Community Financial, L.L.C. Permitted, August 2, 1996.
Minneapolis	Independent Bancshares, Inc., Clarkfield, Minnesota - - to acquire Granite Holding Corporation, Granite Falls, Minnesota. Approved, July 30, 1996.
Dallas	Inwood Bancshares, Inc., Dallas, Texas -- to merge with UB&T Financial Corporation. Approved, August 2, 1996.
Kansas City	Kingsbury BDC Financial Services, Inc., Ponca, Nebraska -- to acquire Bank of Dixon County and American State Bank, Newcastle, Nebraska. Approved, July 30, 1996.
Minneapolis	Mesaba Bancshares, Inc., Biwabik, Minnesota -- to acquire shares of the River Bancorp, Inc., Ramsey, Minnesota. Approved, July 31, 1996.
Cleveland	Mid Am, Inc., Bowling Green, Ohio -- to acquire Gulf Coast Collection Bureau, Sarasota, Florida. Approved, July 31, 1996.
St. Louis	National City Bancshares, Inc., Evansville, Indiana - - to acquire First National Bank of Wayne City, Wayne City, Illinois. Approved, August 2, 1996.

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

BANK HOLDING COMPANIES

Atlanta	NBN Corp., Newport, Tennessee --notification of intent to establish Smoky Mountain Financial Services, Inc., Jefferson City, Tennessee, and engage de novo in consumer finance activities. Permitted, July 31, 1996.
Dallas	Ouachita Bancshares Corp, Monroe, Louisiana -- to acquire Ouachita Independent Bank. Approved, August 2, 1996.
Director, BS&R	Premier Financial Services, Inc., Freeport, Illinois, and Premier Acquisition Company -- request for relief from certain commitments made in connection with acquisition of First Northbrook Bancorp, Inc., Northbrook; First National Bank of Northbrook; and First Security Bank of Cary-Grove, Cary, Illinois. Granted, August 2, 1996.
Dallas	Rio Bancshares Corporation, Wilmington, Delaware -- to acquire shares of Marfa National Bank, Marfa, Texas. Approved, July 30, 1996.
Minneapolis	River Bancorp, Inc., Ramsey, Minnesota -- to acquire Northland Security Bank. Approved, July 31, 1996.
Cleveland	Security Banc Corporation, Springfield, Ohio -- to acquire Third Financial Corporation, Piqua, Ohio, and the Third Savings and Loan Company. Approved, August 2, 1996.
Kansas City	SSB Holdings, Inc., Miami, Oklahoma -- to acquire Second Security Bancshares, Inc. Approved, July 31, 1996.
Dallas	Sterling Bancorporation, Inc., Wilmington, Delaware - - to engage in residential mortgage lending through CMCR Holding Company, Wilmington, Delaware, and Charter Mortgage Company, Houston, Texas. Approved, August 2, 1996.

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

BANK HOLDING COMPANIES

Dallas	Sterling Bancshares, Inc., Houston, Texas -- to engage in residential mortgage lending through CMCR Holding Company, Wilmington, Delaware; and Charter Mortgage Company, Houston, Texas. Approved, August 2, 1996.
Richmond	Summit Bankshares, Inc., Raphine, Virginia -- to acquire the Bank of Rockbridge. Approved, July 31, 1996.

BANK MERGERS

Richmond	Triangle Bank, Raleigh, North Carolina -- to merge with Granville United Bank, Oxford, North Carolina. Approved, August 2, 1996.
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BANK PREMISES

Kansas City	Lafayette State Bank, Lafayette, Colorado -- to invest in bank premises. Approved, July 31, 1996.
Minneapolis	Northland Security Bank, Ramsey, Minnesota -- to increase investment in bank premises. Approved, July 31, 1996.

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Director, BS&R	Mitsubishi Trust Company of New York, New York, New York -- registration as transfer agent. Withdrawn, July 31, 1996.
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BANKS, STATE MEMBER

Director, BS&R	First Commercial Bank, Parkersburg, West Virginia -- registration as transfer agent. Withdrawn, July 31, 1996.
Dallas	First State Bank, Brackettville, Texas -- payment of a dividend Approved, July 29, 1996.

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

CAPITAL STOCK

Kansas City Central Bancshares, Inc., Cambridge, Nebraska --
 redemption of shares.
 Approved, July 29, 1996.

CHANGE IN BANK CONTROL

Kansas City Central Bancshares, Inc., Cambridge, Nebraska --
 change in bank control.
 Permitted, July 29, 1996.

Atlanta First State Bancshares of DeKalb County, Inc., Fort
 Payne, Alabama -- change in bank control.
 Permitted, July 31, 1996.

Atlanta Georgia National Bancorp, Athens, Georgia -- change
 in bank control.
 Permitted, July 30, 1996.

COMPETITIVE FACTORS REPORTS

Kansas City Ashland State Bank, Ashland, Nebraska, proposed
 merger with Sapp City Bank, Omaha, Nebraska --
 report on competitive factors.
 Submitted, July 31, 1996.

Atlanta Bank of Newnan, Newnan, Georgia, proposed merger with
 Newnan Interim Corporation -- report on competitive
 factors.
 Submitted, July 29, 1996.

Richmond Central Carolina Bank and Trust Company, Durham,
 North Carolina, proposed merger with Graham Savings
 Bank, Inc., SSB, Graham, North Carolina -- report
 on competitive factors.
 Submitted, July 29, 1996.

Richmond Community Federal Savings and Loan Association,
 Winnsboro, South Carolina, proposed acquisition of
 certain assets and assumption of the liabilities of
 the Winnsboro branch of First Palmetto Savings
 Bank, F.S.B., Camden, South Carolina -- report on
 competitive factors.
 Submitted, July 31, 1996.

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

COMPETITIVE FACTORS REPORTS

St. Louis	First National Bank of Sharp County, Ash Flat, Arkansas, proposed acquisition of certain assets and assumption of certain liabilities of the Salem branch of Boatmen's National Bank of Arkansas, Little Rock, Arkansas -- report on competitive factors. Submitted, August 2, 1996.
Chicago	First National Bank of Wilmington, Wilmington, Illinois, proposed merger with Beverly Bank, Chicago; Beverly Bank-Matteson, Matteson; and Beverly Bank of Lockport, Lockport, Illinois -- report on competitive factors. Submitted, July 31, 1996.
Dallas	First State Bank, Hubbard, Texas, proposed merger with Norwest Bank Texas, Waco, National Association, Waco, Texas -- report on competitive factors. Submitted, August 1, 1996.
Minneapolis	Hiawatha National Bank, Hager City, Wisconsin, proposed acquisition of the assets and assumption of the liabilities of the Maiden Rock branch of M&I Community State Bank, Eau Claire, Wisconsin -- report on competitive factors. Submitted, July 29, 1996.
Minneapolis	Houston Security Bank, Houston, Minnesota, proposed acquisition of the assets and assumption of the liabilities of the Winona branch of TCF Bank Minnesota, FSB, Minneapolis, Minnesota -- report on competitive factors. Submitted, July 30, 1996.
Richmond	Logan Bank and Trust Company, Logan, West Virginia proposed merger with Bank of Chapmanville, Chapmanville, West Virginia -- report on competitive factors. Submitted, July 31, 1996.

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

COMPETITIVE FACTORS REPORTS

Cleveland	Merchants National Bank, Hillsboro, Ohio, proposed consolidation with Hillsboro Interim Bank, National Association -- report on competitive factors. Submitted, August 2, 1996.
Dallas	New Paris Bank, Paris, Texas, proposed merger with the Liberty National Bank in Paris -- report on competitive factors. Submitted, July 31, 1996.
Dallas	Norwest Bank Texas, New Braunfels, New Braunfels, Texas, proposed merger with Victoria Bank & Trust Company, Victoria, Texas -- report on competitive factors. Submitted, July 31, 1996.
St. Louis	Old National Bank in Evansville, Evansville, Indiana, proposed merger with Gibson County Bank, Princeton, Indiana -- report on competitive factors. Submitted, July 30, 1996.
Cleveland	Peoples Savings Association, Sharonville, Ohio, proposed merger with Fidelity Federal Savings Bank, Norwood, Ohio -- report on competitive factors. Submitted, August 2, 1996.
Atlanta	Regions Bank of Louisiana, Baton Rouge, Louisiana, proposed merger with American Bank & Trust Company of Houma, Houma, Louisiana -- report on competitive factors. Submitted, July 29, 1996.
Boston	Savings Bank of Rockville, Rockville, Connecticut, proposed acquisition of certain assets and assumption of certain liabilities in the 231 Hazard Avenue, Enfield branch of First National Bank of New England, Hartford, Connecticut -- report on competitive factors. Submitted, August 2, 1996.

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

COMPETITIVE FACTORS REPORTS

Boston	Savings Institute, Willimantic, Connecticut, proposed acquisition of certain assets and assumption of certain liabilities of the Dayville branch of Norwich Savings Society, Norwich, Connecticut -- report on competitive factors. Submitted, July 30, 1996.
Chicago	TCF Financial Corporation, Minneapolis, Minnesota, proposed purchase of BOC Financial Corporation, Chicago, Illinois -- report on competitive factors. Submitted, July 31, 1996.

EXTENSIONS OF TIME

Chicago	Comerica Bank, Detroit, Michigan -- extension to August 15, 1997, to establish branches at 1965 Baldwin, Jenison, Michigan; and 515 10 Mile Road, N.E., Rockford, Illinois. Granted, July 31, 1996.
San Francisco	Delta National Bancorp, Manteca, California -- extension to August 29, 1996, to achieve change in bank control. Granted, July 29, 1996.
Minneapolis	Duke Financial Group, Inc., Minneapolis, Minnesota -- extension to October 31, 1996, to acquire Inland Empire National Bank, Riverside, California. Granted, July 31, 1996.
Atlanta	PCB Bancorp, Inc., Largo, Florida -- extension to November 16, 1996, to acquire Premier Community Bank, Venice, Florida. Granted, July 30, 1996.

INTERNATIONAL OPERATIONS

Director, BS&R	Chase Manhattan International Finance, Ltd., New York, New York -- amendment to Articles of Association. Approved, August 2, 1996.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

MEMBERSHIP

Chicago	Fortress Bank of Cresco, Cresco, Iowa -- to become a member of the Federal Reserve System. Approved, July 30, 1996.
Minneapolis	Northland Security Bank, Ramsey, Minnesota -- to become a member of the Federal Reserve System. Approved, July 31, 1996.

RESERVE BANK OPERATIONS

GC	Federal Reserve Bank of New York -- to act as fiscal agent in connection with proposed issue by the Inter-American Development Bank of U.S. Dollar Thirty Year bonds. Approved, July 29, 1996.
Director, BS&R	Federal Reserve Bank of New York -- to purchase a check image equipment and software. Approved, July 31, 1996.

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ADDITIONS AND CORRECTIONS

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Bank Reports (FR 2416, Weekly Report of Assets for Large Banks), (FR 2644, Weekly Report of Selected Assets), and (FR 2069, Weekly Report of Assets and Liabilities for Large U.S. Branches and Agencies of Foreign Banks) -- extension with revisions.
Approved, July 18, 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

Cambridge Bancorp, Inc.,
Cambridge, Massachusetts -
4(c)(8) notification to
expand the previously
approved investment advisory
activities of Cambridge
Investment Services of New
Hampshire, Inc., Concord,
New Hampshire

Federal Register

Not Yet Established

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

Hongkong Bank of Canada, Vancouver, British Columbia, Canada, to establish branches in Portland, Oregon, and Seattle, Washington.

N/A

Manufacturers and Traders Trust Company, Buffalo., New York, to establish branches at Shoprite supermarkets located at (1) Fishkill Plaza, northeast corner, intersection of Route 9 and Commonwealth Ave., Fishkill, New York; (2) Wallkill Plaza, 400 Route 211 East, Building E, Wallkill, New York; and (3) Chester Mall, 78 Brookside Ave., Suite 122, Chester, New York. 1/

08/30/96

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

None.

SECTION III

Nonbanking Applications
(subject to Federal Register Notice Only)

Rabobank Nederland, Utrecht, The Netherlands, to acquire 51 percent interest in Agricredit Acceptance LLC, Des Moines, Iowa, and thereby engage in lending, leasing, insurance and data processing activities.

N/A

SECTION IV

Applications Not Involving
Public Comment

Citibank International, Miami, Florida, to establish a branch in Hong Kong.

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 August 3, 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**

MidState Bancorp, Inc., Felton, DE to become a bank holding company by acquiring Felton Bank, Felton, DE pursuant to section 3(a)(1) of the Bank Holding Company Act.

Newspaper comment period expires: 7/25/96

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

Collective Bancorp, Inc., Cologne, NJ to become a bank holding company through the acquisition of Continental Bancorporation, Laurel Springs, NJ, pursuant to Section 3(a)(1) of the Bank Holding Company Act.

Federal Register comment period expires: 8/23/96
Newspaper comment period expires: N/Avail.

**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 August 2, 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>
Founders Bank Bryn Mawr, PA	2/12/96	Satisfactory
First Bank of Philadelphia Philadelphia, PA	3/11/96	Satisfactory

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

APPLICATIONS BULLETIN
(For the week ending August 3, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received application from The Ohio Bank, Findlay, Ohio, on
July 29, 1996, to establish a branch at 125 South Main Street,
Fostoria, Ohio.

* August 4, 1996

Received notice from The Richwood Banking Company,
Richwood, Ohio, of its intent to establish a branch facility
at Mosier's IGA, 21701 Main Street, Raymond, Ohio.

* February 9, 1996

**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**

NONE

-
- * - Subject to CRA
 - N - Newspaper Comment Period
 - F - Federal Register Comment Period
 - # - Expected to End 30 Days from Date of Receipt

Federal Reserve Bank of Richmond

**Section I - Applications Subject to Newspaper
Notice Only**

<u>Application</u>	<u>Comment Period Ending Date</u>
Peoples State Bank, Inc., Clarksburg, West Virginia, to establish a branch at 115 West Main Street, Clarksburg, West Virginia.*	8-26-96
Bank of Hampton Roads, Chesapeake, Virginia, to establish a branch at the intersection of Portsmouth Boulevard and Gum Road, Chesapeake, Virginia.*	8-27-96

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Notice of Change in Control filed by Mr. Michael Macielag with respect to Chesapeake Bancorp, Chestertown, Maryland.	8-22-96

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**

<u>Application</u>
None.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending August 2, 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>
United Bank 3801 Wilson Boulevard Arlington, Virginia 22203	5-13-96	Satisfactory
Bank of Gassaway 536 Elk Street Gassaway, West Virginia 26624	5-13-96	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 2, 1996

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
The Bank of Nashville Nashville, Tennessee To establish a branch located at 3770 Hillsboro Road, Nashville, Tennessee, pursuant to section 9 of the Federal Reserve Act.	08-19-96*
Omni Bancshares, Inc. Metairie, Louisiana Notice 1-BHC formation, Omni Bank, Metairie, Louisiana.	Not yet available*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Colony Bankcorp, Inc. Fitzgerald, Georgia To acquire Broxton State Bank, Broxton, Georgia, pursuant to section 3(a)(3) of the Bank Holding Company Act.	Not yet available*
First Bankshares of West Point, Inc. West Point, Georgia To merge with Canebrake Bancshares, Inc., Uniontown, Alabama, and thereby directly acquire its subsidiary, First State Bank of Uniontown, Uniontown, Alabama, pursuant to section 3(a)(5) of the Bank Holding Company Act.	Not yet available*
Citizens Corporation Franklin, Tennessee 1-BHC formation, Peoples State Bancshares, Inc., Grant, Alabama, and thereby acquire its subsidiary, Peoples State Bank, Grant, Alabama.	Not yet available*
Harrison Group, Inc. Franklin, Tennessee 1-BHC formation, Peoples State Bancshares, Inc., Grant, Alabama, and thereby acquire its subsidiary, Peoples State Bank, Grant, Alabama.	Not yet available*

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 2, 1996

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Citizens Corporation Franklin, Tennessee Along with its wholly-owned subsidiary, Harrison Group, Inc., Franklin, Tennessee, to engage directly in mortgage lending activities pursuant to section 225.25(b)(1) of Regulation Y and, through Financial Data Technology Corporation, Franklin, Tennessee, to engage in data processing activities pursuant to section 225.25(b)(7) of Regulation Y.	Not yet available

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

<u>Application</u>
SouthTrust Corporation Birmingham, Alabama Request for waiver of the application requirement of section 3(a)(5) of the Bank Holding Company Act along with SouthTrust of Florida, Inc., Jacksonville, Florida, to merge with Heritage Bancshares, Inc., Fort Myers, Florida, and thereby directly acquire its subsidiary, Heritage National Bank, Fort Myers, Florida.
Ocean Bankshares, Inc. Miami, Florida Commitment modification request.
First Liberty Financial Corp. Macon, Georgia Request for waiver of the application requirement of section 3(a)(1) of the Bank Holding Company Act to acquire Middle Georgia Bank, Byron, Georgia.
Citizens Community Bancshares, Inc. Winchester, Tennessee Commitment modification request.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 2, 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>
None.		

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 2, 1996

Recently Approved Applications

Approval Date

First State Bancshares of DeKalb County, Inc. Fort Payne, Alabama After-the-fact notification filed by Ms. Shari K. Jones and Mr. James T. Jones, Jr., to jointly retain 39.80 percent of the outstanding shares of First State Bancshares of DeKalb County, Inc., Fort Payne, Alabama.	07-31-96
Gulf West Banks, Inc. St. Petersburg, Florida To acquire Liberty Leasing Corporation, Tampa, Florida, and thereby engage in leasing activities, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Sections 225.25(b)(5)(i) and 225.25(b)(5)(ii) of Regulation Y.	07-25-96
United American Bank of Central Florida Maitland, Florida To establish a branch to be known as the Apopka Office, located at 2488 Semoran Boulevard, Apopka, Florida.	08-02-96
Georgia National Bancorp, Inc. Athens, Georgia After-the-fact notification filed by Mr. Claude Williams, Jr., to retain 10.92 percent of the outstanding shares of Georgia National Bancorp, Inc., Athens, Georgia.	07-30-96
Meriwether Bank Shares, Inc. Greenville, Georgia 1-BHC formation, The Greenville Banking Company, Greenville, Georgia.	07-25-96
Hibernia Corporation New Orleans, Louisiana To acquire St. Bernard & Trust Company, Arabi, Louisiana, pursuant to section 3(a)(3) of the Bank Holding Company Act.	07-31-96
Hibernia Corporation New Orleans, Louisiana To merge with CM Bank Holding Company, Lake Charles, Louisiana, and thereby directly acquire its subsidiary, The Calcasieu Marine National Bank of Lake Charles, Lake Charles, Louisiana, pursuant to section 3(a)(5) of the Bank Holding Company Act.	07-31-96
NBN Corp. Newport, Tennessee To establish Smoky Mountain Financial Services, Inc., Jefferson City, Tennessee, and thereby engage in consumer finance activities, pursuant to section 4(c)(8) of the Bank Holding Company Act.	07-31-96
CBG Compagnie Bancaire Geneve Geneva, Switzerland To establish a international representative office located in Miami, Florida.	07-29-96

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	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 - 8-19-96
Branch	Harris Trust and Savings Bank Chicago, Illinois Morgan Park Professional Centre 1701 W. Monterey Avenue Chicago, Illinois	NP - 8-14-96
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 - 8-19-96
Merger/Branch	First Trust & Savings Bank Aurelia, Iowa Cleghorn State Bank Cleghorn, Iowa 101 North Lewis Avenue Cleghorn, Iowa	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 Cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger/Branch	<p>Mercantile Bank of Polk County Des Moines, Iowa Mercantile Bank of The Bluffs Council Bluff, Iowa Mercantile Bank of Boone Boone, Iowa Mercantile Bank of Centerville Centerville, Iowa Mercantile Bank of Chariton Chariton, Iowa Mercantile Bank of Clay County Spencer, Iowa Mercantile Bank of Humboldt County Humboldt, Iowa Mercantile Bank of Jasper County Newton, Iowa Mercantile Bank of Lyon County Rock Rapids, Iowa Mercantile Bank of Marshalltown Marshalltown, Iowa Mercantile Bank of Mount Ayr Mount Ayr Mercantile Bank of Onawa Onawa, Iowa Mercantile Bank of Osceola County Sibley, Iowa Mercantile Bank of Pella Pella, Iowa, and to establish 36 branches</p>	NP - **
Branch	<p>Chemical Bank and Trust Company Midland, Michigan 7295 Alger Road Alma, Michigan</p>	NP - 8-23-96
Branch	<p>M&I Bank of Racine Racine, Wisconsin 5201 Washington Avenue Racine, Wisconsin</p>	NP - 8-22-96

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
Branch	Harris Trust and Savings Bank Chicago, Illinois Cicero and 29th Street Cicero, Illinois	NP - 8-25-96
Branch	1st Source Bank South Bend, Indiana 1409 East Market Street Nappanee, Indiana	NP - 8-24-96
3(a)(1)notice	River Holding Company Stoddard, Wisconsin River Bank Stoddard, Wisconsin	NP - 8-18-96

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)(1)	First Midwest Financial, Inc.* Storm Lake, Iowa Central West Bancorporation Casey, Iowa Security State Bank Stuart, Iowa	FR - 8-16-96 NP - 8-16-96
3(a)(3)	Capitol Bancorp, Ltd.* Lansing, Michigan Macomb Community Bank Clinton Township, Michigan (in organization)	FR - 8-16-96 NP - **
3(a)(1)	Crestmark Bancorp, Inc.* Bloomfield Hills, Michigan Crestmark Bank Troy, Michigan (in organization)	FR - 8-19-96 NP - **
3(a)(1)	TDI Financial Corporation* Chicago, Illinois Security Chicago Corporation Chicago, Illinois First Security Bank of Chicago Chicago, Illinois	FR - 8-29-96 NP - **
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 - 7-31-96
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 - 7-22-96
3(a)(1)	Lewis Management Company* Morris, Illinois Illinois Valley Bancorp, Inc. Morris, Illinois Grundy County National Bank Morris, Illinois	FR - 8-29-96 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)(1)	FirstValue Corp* Appleton, Wisconsin Tigerton Bancorporation, Inc. Tigerton, Wisconsin First National Bank in Tigerton Tigerton, Wisconsin	FR - 8-19-96 NP - 8-12-96
3(a)(5)	Country Bank Shares Corporation* Mount Horeb, Wisconsin Belleville Bancshares Corporation Belleville, Wisconsin Belleville State Bank Belleville, Wisconsin	FR - 8-8-96 NP - 8-5-96
3(a)(1)	Oak Park River Forest Bankshares, Inc.* Oak Park, Illinois Community Bank of Oak Park River Forest Oak Park, Illinois (in organization)	FR - 8-19-96 NP - **
3(a)(1)	Lakes Region Bancorp, Inc.* Bannockburn, Illinois Anchor Bank Third Lake, Illinois	FR - 8-22-96 NP - 8-24-96

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 Multinet International Bank New York, New York	FR - 8-14-96
4(c)(8)	Bank of Montreal Montreal, Canada Multinet International Bank New York, New York	FR - 8-14-96
4(c)(8)	Pinnacle Banc Group, Inc. Oak Brook, Illinois Financial Security Corp. Chicago, Illinois Security Federal Savings and Loan Association Chicago, Illinois	FR - 8-1-96 NP - 8-12-96
4(c)(8)	First Midwest Financial, Inc. Storm Lake, Iowa First Federal Savings Bank of the Midwest Storm Lake, Iowa	FR - 8-16-96
4(c)(8)	NEB Corporation Fond du lac, Wisconsin to engage <u>de novo</u> in making and servicing loans	FR - 8-1-96
4(c)(8)	ABN AMRO Bank N.V. Amsterdam, The Netherlands ChiCorp, Inc. Chicago, Illinois The Chicago Corporation Chicago, Illinois	FR - 8-22-96
4(c)(8)	ABN AMRO Holding N.V. Amsterdam, The Netherlands ChiCorp, Inc. Chicago, Illinois The Chicago Corporation Chicago, Illinois	FR - 8-22-96

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
4(c)(8)	Stichting Administratiekantoor ABN AMRO Holding Amsterdam, The Netherlands ChiCorp, Inc. Chicago, Illinois The Chicago Corporation Chicago, Illinois	FR - 8-22-96
4(c)(8)	Stichting Prioriteit ABN AMRO Holding Amsterdam, The Netherlands ChiCorp, Inc. Chicago, Illinois The Chicago Corporation Chicago, Illinois	FR - 8-22-96
4(c)(8)	Quad City Holdings, Inc. Bettendorf, Iowa Nobel Electronic Transfer, L.L.C. an Iowa limited liability company that engages in credit Bettendorf, Iowa	FR - 8-14-96
4(c)(8)	Decatur Financial, Inc. Decatur, Indiana to purchase stock in Independent Bankers Life Insurance Company of Indiana and thereby engage in reinsuring credit life and accident and health insurance	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 August 02, 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.

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
Kent City State Bank Six Main Street Kent City, Michigan 49330 (616) 678-5911	4/15/96	S
M&I Bank of Burlington 200 South Pine Street Burlington, Wisconsin 53105 (414) 763-9141	4/18/96	S
State Bank of Caledonia 627 East Main Street Caledonia, Michigan 49316-9438 (616) 891-8113	4/22/96	S

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING August 2, 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)(3) application by The Landrum Company, Columbia, Missouri, to acquire Itasca State Bank Itasca, Texas.	Newspaper: 9-3-96
* Section 3(a)(1) application by LandMark Bancshares of Texas, Inc., Columbia, Missouri, to acquire Itasca State Bank, Itasca, Texas.	Newspaper: 9-3-96
* Section 3(a)(3) application by First Banks, Inc., Creve Coeur, Missouri, to acquire Sunrise Bancorp, Inc., Roseville, California.	Newspaper: 9-4-96

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>
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 August 2, 1996

Name of Bank	Bank Address	Examination Date	Examination Rating
Lindell Bank and Trust Co.	P.O. Box 211 St. Louis, MO 63166-0211	5/15/96	Satisfactory

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

Application

Comment Period
Ending Date

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

Comment Period
Ending Date

NONE

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject
to Federal Register Notice Only

Application

Comment Period
Ending Date

Otto Bremer Foundation and Bremer Financial Corporation, both of St. Paul, Minnesota, to engage in leasing personal and real property through the acquisition of the lease servicing program of CFS Financial Corp., Minnetonka, Minnesota.

August 16, 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 August 2, 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

Premier Bank, Lenexa, Kansas, for prior approval to establish a branch facility at 135th and Quivira Road, Overland Park, Kansas, and to invest in bank premises.

Not Available

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

APPLICATION

COMMENT PERIOD ENDING DATE

Olathe Bancorporation, Inc., Olathe, Colorado, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Olathe State Bank, Olathe, Colorado.*

Not Available

Leslie R. and David R. Andersen, both of Bennington, Nebraska, for prior approval to acquire 27.3 percent of the voting shares of Hilltop Bancshares, Inc., Bennington, Nebraska.*

Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<u>Bank/Location</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Professional Bank 4100 East Mississippi Avenue Glendale, Colorado 80222-3048	04/22/96	07/30/96	Satisfactory

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF JULY 29, 1996

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

APPLICATION

NOTICE EXP

*Section 9 application by
Zia New Mexico Bank, Tucumcari, NM, to establish
at branch at 500 Parker Ave., Santa Rosa, NM 88435

N/A

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

APPLICATION

**** NOTICE EXP**

*Section 3(a)(3) application by
Incus Company, Ltd., Road Town, Tortola, BVI, to
acquire Mercantile Financial Enterprises, Inc.,
Wilmington, DE, and Mercantile Bank, N.A., Brownsville, TX
(Previously reported during the week of 7-1-96)

96/07/28

*Section 3(a)(3) application by
Laredo National Bancshares, Inc., Laredo, TX, to
acquire Mercantile Financial Enterprises, Inc.,
Wilmington, DE, and Mercantile Bank, N.A., Brownsville, TX
(Previously reported during the week of 7-1-96)

96/07/28

Change in Control Notice by
Ned S. Holmes and Sherry Holmes, Houston, TX, to acquire
an interest in Commercial Bancshares, Inc., Houston, 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 29, 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 8/02/96

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Idaho Banking Company (In Organization), Boise, Idaho, to establish a branch office at 6010 Fairview Avenue, Boise, Idaho. *	<u>Newspaper:</u> Not available
Westamerica Bank, San Rafael, California, to establish a branch office at 4550 Mangels Boulevard, Suisun City, California. *	<u>Newspaper:</u> 8/28/96
First Security Bank of Nevada, Las Vegas, Nevada, to establish a branch office at the intersection of I-215 Freeway and Warm Springs Road, Las Vegas, Nevada. *	<u>Newspaper:</u> 8/07/96

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

None

Section III - Applications Subject to Federal Register Only

None

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

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 8/02/96

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>
None			

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

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

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

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

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

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.