

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1996, No. 40
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending October 5, 1996

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Cambridge Bancorp, Cambridge, Massachusetts -- to
provide discretionary investment management
services to retail customers through Cambridge
Investment Services of New Hampshire, Inc.,
Concord, New Hampshire.
Approved, September 30, 1996.

Chase Manhattan Corporation, New York, New York, and
Mellon Bank Corporation, Pittsburgh, Pennsylvania -
- to acquire assets related to the shareholder
service operations of Wells Fargo Bank, N.A., San
Francisco, California, and its affiliated banks,
and engage in trust activities.
Approved, September 30, 1996.

Classic Bancshares, Inc., Ashland, Kentucky --
request for reconsideration of the Federal Reserve
Bank of Cleveland's approval of the application to
form a bank holding company and to acquire First
Paintsville Bancshares, Inc., Paintsville,
Kentucky, and First National Bank of Paintsville.
Denied, October 3, 1996.

Community Bank of Nevada, Las Vegas, Nevada --
requests for reconsideration of the Board's
approval of the application to establish a branch
in Las Vegas and denial of a hearing on the
proposal.
Denied, September 30, 1996.

First Union Corporation, Charlotte, North Carolina --
request for review of action by the Federal Reserve
Bank of Richmond waiving the application
requirement in connection with First Union's
proposal to acquire Center Financial Corporation,
Waterbury, Connecticut.
Denied, September 30, 1996.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Toronto-Dominion Bank, Toronto, Canada -- to acquire Waterhouse Investor Services, Inc., New York, New York, and Waterhouse National Bank, White Plains, New York.

Approved, September 30, 1996.

ENFORCEMENT

Credit Suisse, Zurich, Switzerland -- order of prohibition against Peter R. Nardin, a former officer and institution-affiliated party of the New York branch of Credit Suisse.

Announced, October 2, 1996.

INTERNATIONAL OPERATIONS

BankAmerica International Finance Corporation, San Francisco, California -- to invest in Companhia Internacional de Participacoes e Empreendimentos S.A., Sao Paulo, Brazil.

Permitted, October 4, 1996.

REGULATIONS AND POLICIES

Regulation V-- repeal of regulation concerning loan guarantee program under the Defense Production Act of 1950 (Docket R-0928).

Approved, October 1, 1996.

Section 20 companies -- quarterly table to adjust interest income for companies that adopt the Board's alternative indexed revenue test to measure compliance with the 10 percent limit on bank ineligible securities activities.

Published, October 3, 1996.

H.2

SEPTEMBER 29, 1996 TO OCTOBER 4, 1996

PAGE 3

**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

| | |
|-----------|---|
| Richmond | Central Virginia Bank, Powhatan, Virginia -- to establish a branch at its corporate center at 2036 New Dorset Road. Approved, September 30, 1996. |
| Chicago | Comerica Bank, Detroit, Michigan -- to retain an electronic funds transfer facility at 2594 Capital Avenue, S.W., Battle Creek, Michigan. Approved, October 1, 1996. |
| Chicago | Comerica Bank, Detroit, Michigan -- to establish a branch at 7900 West Wind Lake Avenue, West Bloomfield, Michigan. Approved, October 4, 1996. |
| Chicago | Crestar Bank, Richmond, Virginia -- to establish a branch in the Hannaford Brothers Grocery Store at the southeast corner of Iron Bridge and Chalkley Roads, Chester, Virginia. Approved, September 30, 1996. |
| Richmond | Crestar Bank, Richmond, Virginia --to establish branches in the Hannaford Brothers Grocery Stores at 11400 West Huguenot Road, Midlothian; 10921 Hull Street Road; 4816 South Laburnum Avenue, Richmond; and 9480 West Broad Street; and in the Wal-Mart store at 1851 West Main Street, Salem, Virginia. Approved, October 3, 1996. |
| St. Louis | Elberfeld State Bank, Elberfeld, Indiana -- to establish a branch at 803 East Highway 68, Haubstadt, Indiana. Approved, October 4, 1996. |
| Chicago | M&I Madison Bank, Madison, Wisconsin -- to establish an electronic funds transfer facility at 7801 Mineral Point Road. Approved, October 2, 1996. |

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

BANK BRANCHES, DOMESTIC

| | |
|-----------|---|
| New York | Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at the Edwards Super Food Stores at 351 Merrick Road, Village of Amityville, New York. Approved, September 30, 1996. |
| New York | Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at the Edwards Super Food Stores at 635 Middle Country Road, Hamlet of Selden, New York. Approved, September 30, 1996. |
| Secretary | U.S. Bank of Utah, Salt Lake City, Utah -- to establish a mobile branch in Salt Lake County and Utah County, Utah. Approved, October 1, 1996. |

BANK HOLDING COMPANIES

| | |
|----------|--|
| Richmond | Cardinal Bankshares Corporation, Floyd, Virginia -- to engage de novo in lending activities. Permitted, October 2, 1996. |
| Richmond | Centura Banks, Inc., Rocky Mount, North Carolina -- notification of intent to acquire CLG, Inc., Raleigh, North Carolina, and engage in leasing activities. Permitted, October 2, 1996. |
| Atlanta | Colony Bankcorp, Inc., Fitzgerald, Georgia -- to acquire Broxton State Bank, Broxton, Georgia. Approved, October 4, 1996. |
| Atlanta | Eberhardt, Inc., Elberton, Georgia, and Jam Family Partnership II, L.P. -- to retain an additional 2.07 percent of Pinnacle Financial Corporation, and acquire an additional 1.37 percent of Pinnacle. Approved, October 4, 1996. |
| Dallas | First Financial Company of Saint Jo, Dover, Delaware -- to acquire The First National Bank of Saint Jo., Saint Jo, Texas. Approved, October 4, 1996. |

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

BANK HOLDING COMPANIES

| | |
|---------------|--|
| Dallas | Franklin National Bankshares, Inc., Mount Vernon, Texas -- to engage in mortgage banking activities through the acquisition of Franklin National Mortgage Corp. Permitted, October 3, 1996. |
| San Francisco | Fremont Bancorporation, Salt Lake City, Utah -- to engage in commercial lending and loan servicing activities. Permitted, October 1, 1996. |
| Atlanta | Maddox Corporation, Blakely, Georgia -- to acquire shares of First State Bancshares of Blakely, Inc.; First Southwest Bancorp, Inc., Donaldsonville, Georgia; and First Federal Savings Bank of Southwest Georgia. Approved, October 4, 1996. |
| Atlanta | McConnell & Co., Elberton, Georgia, and Jam Family Partnership I.L.P. -- to acquire shares of Pinnacle Financial Corporation. Approved, October 4, 1996. |
| Cleveland | Mid Am, Inc., Bowling Green, Ohio -- notification of intent to acquire Nemo Industries, Inc., d.b.a. Professional Adjustment of Fort Myers, Fort Myers, Florida. Permitted, October 3, 1996. |

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

BANK HOLDING COMPANIES

| | |
|---------------|---|
| Dallas | Nacogdoches Bancshares of Delaware, Inc., Wilmington, Delaware -- to acquire Commercial Bank, N.A., Nacogdoches, Texas. Approved, September 30, 1996. |
| San Francisco | National Bancorp of Alaska, Inc., Anchorage, Alaska - - to engage de novo in community development activities. Permitted, October 1, 1996. |
| Richmond | PSB Holding Corp., Preston, Maryland -- to acquire Provident State Bank of Preston. Approved, October 4, 1996. |
| Dallas | Saint Jo Bancshares, Inc., Saint Jo, Texas -- to acquire First Financial Company of Saint Jo, Dover, Delaware, and The First National Bank of Saint Jo, Saint Jo, Texas. Approved, October 4, 1996. |
| St. Louis | Southern State Bancshares, Inc., Malvern, Arkansas -- to acquire Southern State Bank. Permitted, October 3, 1996. |
| San Francisco | WestAmerica Bancorporation, San Rafael, California -- to engage de novo in certain lending activities through WestAmerica Commercial Credit, Inc., Fairfield, California . Permitted, October 3, 1996. |

CAPITAL STOCK

| | |
|-------------|---|
| Minneapolis | First Bancshares, Inc., of Cold Spring, Cold Spring, Minnesota -- redemption of shares. Approved, October 4, 1996. |
|-------------|---|

CHANGE IN BANK CONTROL

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|-------------|---|
| Kansas City | Northwest Bancshares, Inc., Colby, Kansas -- change in bank control. Permitted, October 4, 1996. |
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

| | |
|-----------|---|
| Chicago | American National Bank and Trust Company of Chicago, Chicago, Illinois, proposed purchase of certain assets and assumption of certain liabilities of First National Bank of Chicago -- report on competitive factors. Submitted, October 4, 1996. |
| Secretary | Bank of America National Trust & Savings Association, San Francisco, California, proposed merger with Bank of America Alaska, N.A., Anchorage, Alaska; Bank of America NW, N.A., Seattle, Washington; Bank of America Nevada, Las Vegas, Nevada; Bank of America New Mexico, N.A., Albuquerque, New Mexico; and Bank of America Arizona, Phoenix, Arizona -- report on competitive factors. Submitted, October 3, 1996. |
| Atlanta | Bank of Covington, Covington, Georgia, and Main Street Savings Bank, F.S.B., Winder, Georgia, proposed merger with The Bank of Covington -- report on competitive factors. Submitted, October 2, 1996. |
| Atlanta | Bank of Upson, Thomaston, Georgia, proposed merger with Upson Interim Corporation -- report on competitive factors. Submitted, October 1, 1996. |
| Atlanta | Bank United Financial Corporation, Coral Gables, Florida, and Bank United, FSB, proposed acquisition of the assets and assumption of the liabilities of Suncoast Savings and Loan Association, FSB -- report on competitive factors. Submitted, September 30, 1996. |
| Dallas | Broadway National Bank, San Antonio, Texas, proposed acquisition of certain assets and assumption of certain liabilities of branches of Bank of America, Texas, N.A., Irving, Texas, at 1012 South Main Street, Boerne; 1006 North Fiorella Street, Castroville; 207 North Main Street, Elgin; 204 West Main Street, Fredericksburg; 133 19th Street, Hondo; 500 Main Street, Kerrville; and 1475 East Court Street, Seguin, Texas -- report on competitive factors. Submitted, October 1, 1996. |

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

COMPETITIVE FACTORS REPORTS

| | |
|---------------|---|
| San Francisco | Central Washington Bank, Wenatchee, Washington, proposed merger with Interwest Savings Bank, Oak Harbor, Washington -- report on competitive factors. Submitted, September 29, 1996. |
| Kansas City | Commerce Bank, N.A., Kansas City, Missouri, proposed merger with Commerce Bank, N.A., Manhattan, Kansas -- report on competitive factors. Submitted, October 3, 1996. |
| Dallas | Commercial National Bank, Brady, Texas, proposed merger with Interim Commercial National Bank -- report on competitive factors. Submitted, October 1, 1996. |
| Kansas City | First National Bank of Frankfort, Kansas, proposed merger with Interim First National Bank of Frankfort -- report on competitive factors. Submitted, October 3, 1996. |
| Cleveland | Great American Federal Savings and Loan Association, Pittsburgh, Pennsylvania, proposed purchase of the deposit liabilities and acquisition of certain related assets of the Munhall, McKeesport, and White Oak, Pennsylvania, offices of First Home Savings Bank, FSB -- report on competitive factors. Submitted, October 4, 1996. |
| New York | Lafayette American Bank Trust Company, Bridgeport, Connecticut, proposed merger with UST Bank/Connecticut -- report on competitive factors. Submitted, October 4, 1996. |

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

COMPETITIVE FACTORS REPORTS

| | |
|-------------|--|
| Kansas City | Mark Twain Kansas City Bank, Kansas City, Missouri, proposed acquisition of the assets and assumption of the liabilities of First National Bank of Platte County -- report on competitive factors. Submitted, October 3, 1996. |
| New York | North Fork Bank, Mattituck, New York, proposed merger with North Side Savings Bank, Bronx, New York -- report on competitive factors. Submitted, October 4, 1996. |
| Richmond | Old National Bank of Huntington, Huntington, West Virginia, proposed merger with ONB Acquisition Subsidiary, N.A. -- report on competitive factors. Submitted, September 30, 1996. |
| Cleveland | Parkvale Savings Bank, Monroeville, Pennsylvania, proposed acquisition of certain assets and assumption of certain liabilities of the Crafton, Pennsylvania, office of First Home Savings Bank, FSB, Pittsburgh, Pennsylvania -- report on competitive factors. Submitted, October 4, 1996. |
| Cleveland | Pittsburgh Home Savings Bank, Pittsburgh, Pennsylvania, proposed acquisition of certain assets and assumption of certain liabilities of the 2905 West Liberty Avenue office of First Home Savings Bank, FSB -- report on competitive factors. Submitted, October 4, 1996. |
| Dallas | Security National Bank, Nacogdoches, Texas, proposed merger with Stone Fort National Bank -- report on competitive factors. Submitted, October 1, 1996. |

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

COMPETITIVE FACTORS REPORTS

| | |
|---------|---|
| Atlanta | Valley Federal Savings Bank (A Federal Savings Bank), Sheffield, Alabama, proposed merger with BankAlabama-Huntsville, Huntsville, Alabama -- report on competitive factors. Submitted, October 2, 1996. |
| Atlanta | Valley Federal Savings Bank (A Federal Savings Bank), Sheffield, Alabama, proposed merger with BankFirst (A Federal Savings Bank), Decatur, Alabama -- report on competitive factors. Submitted, October 2, 1996. |
| Chicago | Yorkville National Bank, Yorkville, Illinois, proposed purchase of the assets and assumption of the liabilities of the Ottawa, Illinois, branch of First of America Bank-Illinois, National Association, Bannockburn, Illinois -- report on competitive factors. Submitted, October 4, 1996. |

EXTENSIONS OF TIME

| | |
|---------------|--|
| San Francisco | BankAmerica Corporation, San Francisco, California -- extensions to divest certain properties. Granted, October 3, 1996. |
| St. Louis | Bradford Bancorp, Inc., Greenville, Illinois -- extension to January 8, 1997, to acquire Bradford National Bank of Greenville. Granted, October 2, 1996. |
| Atlanta | Capital City Bank, Tallahassee, Florida -- extension to January 1, 1997, to merge with First Federal Bank. Granted, October 1, 1996. |
| St. Louis | Clay Bancshares, Inc., Flora, Illinois -- extension to January 10, 1997, to engage de novo in consumer finance and insurance agency activities through Clay Finance Co., Inc. Granted, October 2, 1996. |

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

EXTENSIONS OF TIME

| | |
|-----------|---|
| New York | Emigrant Bancorp Inc., New York, New York -- extension to January 1, 1997, to acquire more than 5 percent, but less than 10 percent of the shares of Queens County Bancorp, Inc., Flushing, New York. Granted, October 3, 1996. |
| Atlanta | Middle Georgia Bankshares, Inc., Unadilla, Georgia -- extension to June 12, 1997, to establish through a joint venture with First Mason Bank & Trust, Macon, Georgia, and Provesa, Inc., Proimage, Inc. and engage in data processing activities. Granted, October 1, 1996. |
| Atlanta | Middle Georgia Bankshares, Inc., Unadilla, Georgia -- extension to June 12, 1997, to establish a joint venture with First Mason Bank & Trust, Macon, Georgia, and Provesa, Inc., a new company, Proimage, Inc., and engage in data processing activities. Granted, October 1, 1996. |
| Cleveland | National City Corporation, Cleveland, Ohio; Banc One Corporation, Columbus, Ohio; KeyCorp, Cleveland, Ohio; PNC Bank Corp, Pittsburgh, Pennsylvania, and Corestates Financial Corporation, Philadelphia, Pennsylvania -- extension to January 1, 1997, for their subsidiary, Electronic Payment Services, Inc., Wilmington, Delaware, to provide data processing services in connection with enhanced ATM terminals that can dispense tickets and gift certificates. Granted, September 30, 1996. |
| New york | Summit Bancorp, Princeton, New Jersey -- extension to January 1, 1997, to acquire Summit Commercial Corp., Chatham, New Jersey, and engage in leasing activities. Granted, September 30, 1996. |
| Dallas | Sundowner Bancshares, Inc., Wilmington, Delaware -- extension June 21, 1997, to acquire Sundown State Bank, Sundown, Texas. Granted, October 2, 1996. |

H.2

SEPTEMBER 29, 1996 TO OCTOBER 4, 1996

PAGE 12

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

EXTENSIONS OF TIME

San Francisco Zions Bancorporation, Salt Lake City, Utah --
 extensions to divest certain properties.
 Granted, October 3, 1996.

H.2
SEPTEMBER 29, 1996 TO OCTOBER 4, 1996
PAGE 13

ADDITIONS AND CORRECTIONS

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

COMPETITIVE FACTORS REPORTS

| | |
|---------|---|
| Atlanta | Jefferson Guaranty Bank, Metairie, Louisiana, proposed merger with Deposit Guaranty National Bank of Louisiana, Hammond, Louisiana -- report on competitive factors. Submitted, September 25, 1996. |
| Atlanta | Preferred Bank, F.S.B., Palmetto, Florida, proposed merger with SouthTrust Bank of Florida, N.A., St. Petersburg, Florida -- report on competitive factors. Submitted, September 25, 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**

Application by Summit Bank, Hackensack, New Jersey, to establish a branch at 433 Market Street, Camden, New Jersey. 1/

10/26/96

SECTION II

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

Notice by OBT Holding Company, San Juan, Puerto Rico, to become a bank holding company with respect to Oriental Bank and Trust, San Juan, Puerto Rico. 1/

10/10/96 3/

SECTION III

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

None.

SECTION IV

**Applications Not Involving
Public Comment**

None.

SECTION V

Availability of CRA Public Evaluations

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Week Ending October 5, 1996

| <u>NAME OF BANK</u> | <u>RATING</u> | <u>EXAMINATION DATE</u> |
|--|----------------------|--------------------------------|
| United States Trust Company of New York 114 West 47th Street New York, New York 10036 | Outstanding | May 20, 1996 |
| Alden State Bank 13216 Broadway Alden, New York 14004 | Outstanding | May 28, 1996 |

- 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 to be located in the Shop-Rite Supermarket at 100 E. Olney 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**

Prime Newco, Inc., Philadelphia, PA, pursuant to Sections 3 and 4 of the Bank Holding Company Act, to become a bank holding company through its acquisition of First Sterling Bancorp, Inc., Devon, PA and engage in nonbanking activities through Prime Bank, 6435 Rising Sun Avenue, Philadelphia, PA and Prime Abstract, Inc., 6833 Castor Avenue, Philadelphia, PA.

Newspaper comment period expires: 10/11/96
Federal Register comment period expires: 10/17/96*

*(Date changed due to re-publication)

**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 October 4, 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 October 5, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received Section 3(a)(1) notice from CNBC Bancorp,
Worthington, Ohio, on September 30, 1996, to acquire
Commerce National Bank, Worthington, Ohio. *October 10, 1996

Received notice from Cortland Savings and Banking
Company, Cortland, Ohio, on September 30, 1996,
to establish a branch at the intersection of of SR44 and
SR82, Mantua, Ohio. *October 17, 1996

Received notice from The Fifth Third Bank, Cincinnati,
Ohio, on September 30, 1996, to establish a branch at
477 Kenard Avenue, Cincinnati, Ohio. *October 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

AVAILABILITY OF CRA PUBLIC EVALUATIONS
(October 4, 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 October 4, 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> |
|--------------------|-----------------------------------|
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None.

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

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|--------------------|-----------------------------------|
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| Crestar Financial Corporation, Richmond, Virginia, to acquire Citizens Bancorp, Laurel, Maryland.* | 10-31-96 |
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| NationsBank Corporation and its wholly owned subsidiary, NB Holdings Corporation, both of Charlotte, North Carolina, to acquire Boatmen's Bancshares, Inc., St. Louis, Missouri.* | 11-1-96 |
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Section III - Applications Subject to Federal Register Notice

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

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| CCB Financial Corporation, Durham, North Carolina, to engage in data processing and management consulting to depository institutions through a subsidiary to be known as CCB Services, Inc., Durham, North Carolina. | Not yet available. |
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Section IV - Application Not Subject to
Federal Register Notice or Newspaper Notice

Application

None.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending October 4, 1996

Definition of Ratings

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Examination

Date

Rating

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 4, 1996

Section 1 - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

None.

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

Application

Comment Period Ending Date

First Central Bank

Not yet available*

St. Petersburg, Florida

Change in control notice by Mr. Eldred Ralph Crawford and Ms. Mary Lou Crawford to collectively acquire 3.98 percent of the outstanding shares of First Central Bank, St. Petersburg, Florida. Total ownership will equal 15.31 percent.

Section 3 - Applications Subject to Federal Register Only

Application

Comment Period Ending Date

Pioneer Bankcorp, Inc.

10-17-96

Clewiston, Florida

To engage de novo in community development activities designed primarily to promote community welfare, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(6) of Regulation Y.

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

Application

United Bank and Trust Company

St. Petersburg, Florida

Request for increase in bank premises.

First Bank & Trust Co. of Tennessee

Johnson City, Tennessee

Request for increase in bank premises.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 4, 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> |
|---|-------------------|-------------------------|
| SunTrust Bank/Gulf Coast Post Office Box 2138 Sarasota, Florida 34230 (813) 951-3113 | Outstanding | 06-03-96 |
| Branford State Bank 814 Suwannee Avenue Branford, Florida 32008 (904) 935-1112 | Satisfactory | 08-15-96 |

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 4, 1996

Recently Approved Applications

Approval Date

Colony Bankcorp, Inc.

10-04-96

Fitzgerald, Georgia

To acquire Broxton State Bank, Broxton, Georgia, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Eberhardt, Inc.

10-04-96

Elberton, Georgia

After-the-fact application, along with its second tier bank holding company subsidiary, JAM Family Partnership II, Elberton, Georgia, to retain an additional 2.07 percent of Pinnacle Financial Corporation, Elberton, Georgia, and prior notice to acquire an additional 1.37 percent ownership, pursuant to Section 3(a)(3) of the Bank Holding Company Act. Total ownership will equal 25.54 percent.

McConnell & Co.

10-04-96

Elberton, Georgia

Along with its second tier bank holding company subsidiary, JAM Family Partnership I, Elberton, Georgia, to acquire an additional 3.97 percent of Pinnacle Financial Corporation, Elberton, Georgia, pursuant to Section 3(a)(3) of the Bank Holding Company Act. Total ownership will equal 25.77 percent.

The Maddox Corporation

10-04-96

Blakely, Georgia

1-BHC formation, First State Bancshares of Blakely, Inc., Blakely, Georgia, and thereby acquiring First State Bank of Blakely, Blakely, Georgia, subsequently to indirectly acquire First Southwest Bancorp, Inc., and its thrift subsidiary, First Federal Savings Bank of Southwest Georgia, both of Donalsonville, Georgia, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(9) of Regulation Y.

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> |
|-----------------|---|---------------------------------------|
| EFT | Security Savings Bank Farhamville, Iowa 1015 Market Street Gowrie, Iowa | NP - 10-10-96 |
| Merger/Branches | Kent City State Bank Kent City, Michigan Grant State Bank Grant, Michigan - 10 West Main Street, Grant, Michigan & 21 East 82nd Street, Newaygo, Michigan | NP - ** |
| Branch | Harris Trust and Savings Bank Chicago, Illinois 4723 S. Kedzie Avenue Chicago, Illinois | NP - 10-6-96 |
| EFT | Comerica Bank Detroit, Michigan 2594 Capital Avenue, S.W. Battle Creek, Michigan | NP - 8-9-96 |
| EFT | M & I Madison Bank Madison, Wisconsin 7801 Mineral Point Road Madison, Wisconsin | NP - 9-21-96 |

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</u> <u>Ending Date</u> |
|-------------|--|---|
| Branch | Peoples Bank and Trust Company Sunman, Indiana 100 Sycamore Estate Drive Aurora, Indiana | NP - 10-6-96 |
| Branch | Hedrick Savings Bank Hedrick, Iowa 101 S. Main Hedrick, Iowa | NP - 10-13-96 |
| Branch | M&I Marshall & Ilsley Milwaukee, Wisconsin 15445 West National Avenue New Berlin, Wisconsin | NP - 10-20-96 |
| Branch | Old Kent Bank Grand Rapids, Michigan 20600 Eureka Road Taylor, Michigan | NP - 10-2-96 |

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) | Capitol Bancorp, Ltd.* Lansing, Michigan Brighton Commerce Bank Brighton, Michigan (in organization) | FR - 10-18-96 NP - ** |
| 3(a)(3) | Salin Bancorporation, Inc.* Indianapolis, Indiana Columbus Bancorp, Inc. Indianapolis, Indiana Columbus Bank and Trust Company Columbus, Indiana | FR - 11-1-96 NP - ** |
| 3(a)(3) | Metrocorp, Inc.* East Moline, Illinois Metrobank-Illinois, National Association East Moline, Illinois (in organization) | FR - ** NP - ** |
| COC-HC | Lakeview Financial Corporation Lakeview, Michigan Lynn P. Carr | FR - 10-21-96 NP - 10-14-96 |
| 3(a)(3) | Old Kent Financial Corporation* Grand Rapids, Michigan Seaway Financial Corporation Saint Clair, Michigan Commercial and Savings Bank of Saint ClairCounty Saint Clair, Michigan Algonac Savings Bank Algonac, Michigan | FR - ** 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) | Taylor Capital Group, Inc.* Wheeling, Illinois Cole Taylor Bank Chicago, Illinois | FR - 10-4-96 NP - 10-4-96 |
| COC-HC | Ruthven Investment, Ltd. Ruthven, Iowa James H. Keeline and Richard O. Carpenter | FR - 10-1-96 NP - 10-2-96 |
| 3(a)(1) | Bluestem Development Corporation* Joy, Illinois Joy Development Corporation Davenport, Iowa Joy State Bank Joy, Illinois | FR - 10-11-96 NP - 10-7-96 |
| 3(a)(3) | Valley Bancshares, Inc.* Nisswa, Minnesota Minnesota Bancshares Corporation Augusta, Wisconsin Brainerd National Bank Baxter, Minnesota | FR - 10-15-96 NP - 10-14-96 |
| COC-HC | Kerndt Bank Services, Inc. Lansing, Iowa Kerndt Brothers Savings Bank Lansing, Iowa | FR - 10-9-96 NP - ** |
| 3(a)(3) | Ida Grove Bancshares, Inc.* Ida Grove, Iowa Pierson Bancorporation, Inc. Pierson, Iowa Farmers Savings Bank Pierson, Iowa | FR - 10-25-96 NP - ** |

Federal Reserve Bank of Chicago

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

| | | |
|---------|--|--------------------------------|
| 3(a)(3) | American Bancshares, Inc.* Holstein, Iowa Pierson Bancorporation, Inc. Pierson, Iowa Farmers Savings Bank Pierson, Iowa | FR - 10-25-96 NP - ** |
| 3(a)(1) | G.R. Bancorp, Ltd.* Grand Ridge, Illinois First National Bank of Grand Ridge Grand Ridge, Illinois | FR - 11-01-96 NP - 11-01-96 |
| 3(a)(3) | Independence Bancshares, Inc.* Independence , Iowa Southeast Security Bank Mediapolis, Iowa (in organization) | FR - 10-25-96 NP - ** |
| 3(a)(3) | Columbus Bancorp, Inc.* Indinapolis, Indiana Salin Bank and Trust Company Indianapolis, Indiana | FR - 11-1-96 NP - ** |

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only cont'd

| <u>Type</u> | <u>Application</u> | <u>Comment Period</u> <u>Ending Date</u> |
|-------------|--|---|
| 4(c)(8) | Union-Calhoun Investments, Ltd. Rockwell City, Iowa Wetter Income Tax Service Rockwell City, Iowa | FR - 10-4-96 |
| 4(c)(8) | FBOP Corporation Oak Park, Illinois Topa Savings Bank, FSB Beverly Hills, California Topa Thrift and Loan Beverly Hills, California | FR - 10-7-96 |
| 4(c)(8) | Taylor Capital Group, Inc. Wheeling, Illinois CT Mortgage Company, Inc. Altamonte Springs, Florida | FR - 10-4-96 |
| 4(c)(8) | Brunsville Bancorporation, Inc. Brunsville, Iowa to engage <u>de novo</u> in selling all types of insurance | FR - 10-1-96 |
| 4(c)(8) | Merrill Bancorporation, Inc. Merrill, Iowa to engage <u>de novo</u> in selling all types of insurance | FR - 10-1-96 |
| 4(c)(8) | Bank of Montreal Montreal, Canada BMO Leasing (U.S.), Inc. Chicago, Illinois | FR - 10-8-96 |
| 4(c)(8) | Bankmont Financial Corp. New York, New York BMO Leasing (U.S.), Inc. Chicago, Illinois | FR - 10-8-96 |
| 4(c)(8) | Anita Bancorporation Newton, Iowa Rolling Hills Insurance Agency, L.C. Atlantic, Iowa | FR - 10-17-96 |
| 4(c)(8) | Bank of Montreal Montreal, Canada to establish one or more offices in the Dominion of Canada & thereby engage in brokerage activities. | FR - 10-23-96 |
| 4(c)(8) | Comerica Incorporated Detroit, Michigan | FR - 10-23-96 |

Bankers Motor Acceptance Corporation, Newport Beach,
California & engage in subprime indirect automobile lending.

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only cont'd

| | | |
|---------|--|---------|
| 4(c)(8) | Stichting Prioriteit ABN AMRO Holding Amsterdam, The Netherlands Integrion Financial Network, L.L.C., White Plains, New York. | FR - ** |
| 4(c)(8) | Stichting Administratiekantoor ABN AMRO Holding Amsterdam, The Netherlands Integrion Financial Network, L.L.C., White Plains, New York. | FR - ** |
| 4(c)(8) | ABN AMRO Holding N.V. Amsterdam, The Netherlands Integrion Financial Network, L.L.C., White Plains, New York. | FR - ** |
| 4(c)(8) | ABN AMRO Bank, N.V. Amsterdam, The Netherlands Integrion Financial Network, L.L.C., White Plains, New York. | FR - ** |
| 4(c)(8) | ABN AMRO North America, Inc., Chicago, Illinois Integrion Financial Network, L.L.C., White Plains, New York. | FR - ** |
| 4(c)(8) | Bankmont Financial Corp. New York, New York to establish one or more offices in the Dominion of Canada and thereby in brokerage activities. | 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 October 4, 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

Peoples Bank & Trust Co.
Highway 101 North
Sunman, Indiana 47041-0168
(812) 623-2237

6/10/96

S

The Millbrook-Newark Bank
Route 71 and Union
Newark, Illinois 60541
(815) 695-5113

6/17/96

S

Green Lake State Bank
515 Hill Street
Green Lake, Wisconsin 54941
(414) 294-3369

6/17/96

O

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING OCTOBER 4, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application

End of Comment Period

None.

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

Application

End of Comment Period

Change in control notification involving Cairo/Moberly Bancshares, Inc., Moberly, Missouri, by Robert M. Cater (previously reported during the week ending September 20, 1996).

Federal Register: 10-15-96

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application

End of Comment Period

Section 4(c)(8) notification by Arkansas National Bankshares, Bentonville, Arkansas, to engage de novo, in providing data processing services through a joint venture with a software development company (previously reported during the week ending September 27, 1996).

10-15-96

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

Application

End of Comment Period

Stock redemption notification by Farmers and Traders Bancshares, Inc., California, Missouri, to redeem common stock for a net consideration representing 24.38 percent of the company's equity accounts.

N/A

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 October 4, 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

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section II - Applications Subject to Both

Newspaper and Federal Register Notice

Application

Comment Period
Ending Date

First State Bancorp, Inc., La Crosse, Wisconsin,
for prior approval to acquire 100% of the voting
shares of the First Bancorporation, Inc., Sparta, Wisconsin. *

October 31, 1996
(Federal Register)

Northern Plains Investment, Inc., Jamestown, North Dakota,
seeks retroactive approval of its increase in ownership
to 41.94% of the voting shares of North Star Holding Company,
Inc., Jamestown, North Dakota. *

November 4, 1996
(Federal Register)

First Manistique Corporation, Manistique, Michigan for
prior approval to acquire 100% of the voting shares of
UP Financial, Inc., Ontonagon, Michigan. *

November 1, 1996
(Federal Register)

Norwest Corporation, Minneapolis, Minnesota, for prior
approval to acquire 100% of the voting shares of
West Columbia National Bank, West Columbia, Texas. *

Not yet available

JDOB Inc., Sandstone, Minnesota, for prior approval to
acquire 80% of the voting shares of Centennial National Bank,
Walker, Minnesota, a de novo bank. *

Not yet available

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject

to Federal Register Notice Only

Application

Comment Period
Ending Date

Klein Bancorporation, Inc., Chaska, Minnesota,
to engage de novo in data processing activities.

October 22, 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 October 4, 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

First Western Bank
900 South Broadway
Minot, ND 58701
(701) 852-3711

June 10, 1996

Satisfactory

FEDERAL RESERVE BANK OF MINNEAPOLIS

**Section V - Availability of
CRA Public Evaluations
week ending October 4, 1996
(Continued)**

| <u>BANK(S) EXAMINED</u> | <u>DATE OF EXAMINATION</u> | <u>CRA RATING</u> |
|--|----------------------------|-------------------|
| Community Bank P.O. Box 9109 Missoula, MT 59807-9109 (406) 549-2265 | June 17, 1996 | Satisfactory |

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

BancFirst Corp., Oklahoma City, Oklahoma, for prior approval to establish a detached facility at 722 N. Broadway, Oklahoma City, Oklahoma.

Not Available

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

APPLICATION

COMMENT PERIOD ENDING DATE

Gary J. Cinotto, Frontenac, Kansas, for prior approval to increase his ownership interest in Miners Bancshares, Frontenac, Kansas, by 12.5 percent

Not Available

R. L. Simpson III, Eufaula, Oklahoma, for prior approval to increase his ownership interest in SNB Bancshares, Eufaula, Oklahoma, by 31.21 percent.

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> |
|----------------------|------------------|----------------------------|-----------------------|
|----------------------|------------------|----------------------------|-----------------------|

None.

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF SEPTEMBER 30, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

APPLICATION

NOTICE EXP

*Section 18(c) application received from
Texas Bank, Weatherford, TX, to acquire through a
purchase and assumption transaction certain assets
and liabilities of 8 branches of Bank of America,
Texas, N.A., Irving, TX

N/A

*Section 9 application from Texas Bank, Weatherford, TX,
to establish 8 branches at the following locations:

N/A

Benbrook Branch
9200 Highway 377 South
Benbrook, TX 76126

Crowley Branch
301 E. Main Street
Crowley, TX 76036

Hillsboro Branch
300 Elm
Hillsboro, TX 76645

Burleson Branch
100 N.W. Renfro Street
Burleson, TX 76028

Glen Rose Branch
609 Southwest Big Bend
Glen Rose, TX 76043

Weatherford Branch
139 College Park Drive
Weatherford, TX 76086

Cleburne Branch
1671 W. Henderson
Cleburne, TX 76031

Granbury Branch
702 W. Pearl
Granbury, TX 76048

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

APPLICATION

**** NOTICE EXP**

*Section 3(a)(1) application by
Sanger Bancshares, Inc., Sanger, TX, to acquire Sanger
Intermediate Holding Company, Inc., Wilmington, DE, and
Sanger Bank, Sanger, TX
(Previously reported during the week of 9-9-96) 96/10/19

*Section 3(a)(1) application by
Sanger Intermediate Holding Company, Inc., Wilmington, DE,
to acquire Sanger Bank, Sanger, TX
(Previously reported during the week of 9-9-96) 96/10/19

Change in Control Notice by
Paul A. Rowntree, Bedford, TX, to acquire an interest in
Mid-Cities National Bank, Hurst, TX N/A

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

APPLICATION

NOTICE EXP

None.

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

APPLICATION

None.

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

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF SEPTEMBER 30, 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.

Bank

Date of
Examination

CRA Rating

None.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 10/04/96

Section I - Applications Subject to Newspaper Notice Only

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|--|-----------------------------------|
| Santa Barbara Bank and Trust, Santa Barbara, California, to establish a branch office at 789 South Victoria Avenue, Ventura, California. * | <u>Newspaper:</u> 9/20/96 |
| Pierce Commercial Bank (In Organization), Tacoma, Washington, to become a member of the Federal Reserve System. * | <u>Newspaper:</u> Not available |
| Valley Bank of Arizona, Phoenix, Arizona, to establish a branch office at 3001 East Camelback Road, Phoenix, Arizona. * | <u>Newspaper:</u> 10/28/96 |

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

| | |
|--|---------------------------------|
| Palm Desert Investments Employee Stock Ownership Plan and Trust, Palm Desert, California, and its trustee, Kevin B. McGuire, Indian Wells, California, to acquire up to 24.42 percent of the outstanding shares of Palm Desert Investments, Palm Desert, California. * | <u>Newspaper:</u> 10/16/96 |
| | <u>Fed. Reg.:</u> 10/15/96 |
| Pacific Capital Bancorp, Salinas, California, to merge with South Valley Bancorporation, Morgan Hill, California. * | <u>Newspaper:</u> 09/20/96 |
| | <u>Fed. Reg.:</u> 10/25/96 |
| South Coast Bancorp, Inc., Irvine, California, to become a bank holding company by acquiring South Coast Commercial Bank, Irvine, California. * | <u>Newspaper:</u> 10/27/96 |
| | <u>Fed. Reg.:</u> 10/25/96 |
| Pierce County Bancorp, Tacoma, Washington, to become a bank holding company by acquiring Pierce Commercial Bank (In Organization), Tacoma, Washington. * | <u>Newspaper:</u> Not available |
| | <u>Fed. Reg.:</u> 11/01/96 |

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 10/04/96

Section II - Applications Subject to Both
Newspaper and Federal Register Notice (cont'd.)

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|---|--|
| GB Bancorporation, San Diego, California, to acquire up to 24.99 percent of Pacific Commerce Bank, Chula Vista, California, and up to 24.99 percent of Rancho Vista National Bank, Vista. California. * | <u>Newspaper:</u> 10/30/96 <u>Fed. Reg.:</u> 11/01/96 |
| Robert H. Leshner, Cincinnati, Ohio, to retain 7.96 percent of the outstanding shares of Professional Bancorp, Santa Monica, California. * | <u>Newspaper:</u> Not available <u>Fed. Reg.:</u> Not available |

Section III -Applications Subject to Federal Register Only

None

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

Bank of America Nevada, Las Vegas, Nevada, to repurchase 458,000 shares of its outstanding shares of common stock.

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 10/04/96

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> |
|--------------------|--|-------------------------|----------------|
| Westamerica Bank | 1108 5th Avenue San Rafael, CA 94901-2916 (415) 257-8000 | 5/13/96 | Outstanding |
| Harris Trust | 6263 N. Scottsdale Road Scottsdale, AZ 85250-5401 (602) 951-4900 | 6/03/96 | 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.

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