

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1996, No. 44
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending November 2, 1996

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Gruppo Bancario San Paolo di Torino, S.p.A., Turin, Italy -- request for modification of an existing temporary exemption under section 4(c)(9) of the Bank Holding Company Act to increase the amount of shares of Istituto Mobiliare Italiano, S.p.A., that may be held by Gruppo Bancario.
Granted, October 28, 1996.

Monte dei Paschi di Siena, Siena, Italy, and Banca Monte dei Paschi di Siena -- request for temporary exemption under section 4(c)(9) of the Bank Holding Company Act to continue to hold shares of Istituto Mobiliare Italiano, S.p.A., Rome, Italy.
Granted, October 28, 1996.

River Valley Bancorp, Madison, Indiana -- to acquire Citizens National Bank of Madison, and engage in the operation of a savings and loan association through acquisition of Madison First Federal Savings and Loan Association and thereby engage de novo in lending activities.
Approved, October 28, 1996.

BANK MERGERS

Chase Manhattan Bank, New York, New York -- to merge with Chemical Bank of New Jersey, N.A., Morristown, New Jersey, and to establish branches.
Approved, October 28, 1996.

BANKS, STATE MEMBER

United States Trust Company of New York --
-- request to be designated a wholesale bank for purposes of the Community Reinvestment Act.
Approved, October 30, 1996.

REGULATIONS AND POLICIES

Accounting for Derivative and Similar Financial Instruments and for Hedging Activities -- letter to the Financial Accounting Standards Board commenting on its proposal.
Approved, October 30, 1996.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES

Regulation O -- final rule to conform regulation to statutory changes regarding lending to insiders and insiders of affiliates; and proposed rule to exempt certain executive officers and directors of affiliates from Regulation O (Docket R-0939).
Approved, November 1, 1996.

Regulation R -- proposal to rescind regulation and to remove an interpretation regarding the applicability of section 32 of the Glass-Steagall Act to bank holding companies.
Approved, October 30, 1996.

Section 20 subsidiaries -- clarification of applicability of firewall amendments to foreign banks revised treatment of revenue.
Approved, October 30, 1996.

Section 20 subsidiaries -- changes to ease or eliminate three firewalls.
Approved, October 30, 1996.

RESERVE BANK SERVICES

Federal Reserve priced services -- fee schedules for 1997.
Approved, October 30, 1996.

Fedwire -- announcement of December 8, 1997, as the effective date of the expanded operating hours for the Fedwire funds transfer services.
Approved, October 30, 1996.

Priced services -- private sector adjustment factor for 1997.
Approved, October 30, 1996.

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

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

BANK BRANCHES, DOMESTIC

Kansas City BancFirst, Oklahoma City, Oklahoma -- to establish a branch at 722 North Broadway.
Approved, November 1, 1996.

Richmond Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 2300 Arendell Street, Morehead, North Carolina.
Approved, October 28, 1996.

Kansas City First State Bank of Taos, Taos, New Mexico -- to establish a branch at 1016 Central SW, Moriarty, New Mexico.
Approved, October 31, 1996.

New York Summit Bank, Hackensack, New Jersey -- to establish a branch at 433 Market Street, Camden, New Jersey.
Approved, November 1, 1996.

BANK HOLDING COMPANIES

Atlanta Appalachian Bancshares, Inc., Ellijay, Georgia -- request for waiver of a certain commitment.
Approved, October 29, 1996.

New York Bank Austria, Vienna, Austria -- to engage in certain lending activities through Bank Austria Mortgage, a proposed de novo subsidiary.
Approved, November 1, 1996.

Chicago Bank of Montreal, Montreal, Canada, and Bankmont Financial Corp., New York, New York -- notification of intent to engage in the provision of discount and full service brokerage activities through one or more offices in Canada, of Nesbitt Burns Securities, Inc., New York, New York.
Withdrawn, October 30, 1996.

Secretary BankAmerica Corporation, San Francisco, California -- to acquire Arrowhead LLC, San Jose, California, and engage in mortgage banking activities.
Approved, October 30, 1996.

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

BANK HOLDING COMPANIES

| | |
|-------------|--|
| Richmond | CCB Financial Corporation, Durham, North Carolina -- to engage de novo in data processing and management consulting services to depository institutions through a subsidiary to be known as CCB Services, Inc. Approved, November 1, 1996. |
| Minneapolis | Dent Bancshares, Inc., Dent, Minnesota -- to acquire Farmers State Bank. Approved, October 28, 1996. |
| Secretary | First National of Nebraska, Inc., Omaha, Nebraska, and First National of Colorado, Inc. -- to engage de novo in career counseling through the formation of Professional Career Services, Inc. Approved, November 1, 1996. |
| New York | Iroquois Bancorp, Inc., Auburn, New York -- to acquire Cayuga Savings Bank and Cayuga Bank. Approved, October 30, 1996. |
| New York | Iroquois Bancorp, Inc., Auburn, New York -- to acquire Cuyuga Savings Bank, and Cuyuga Bank; (1) to retain Homestead Savings (FA), Utica, and continue to engage in operating a savings association; (2) to continue to engage through Cayuga Financial Services, Inc., and H.S. Services Corporation in insurance activities; (3) to continue to engage through CFS in securities brokerage activities; and (4) to engage de novo through CFS in investment and financial advisory service activities. Approved, October 30, 1996. |

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

BANK HOLDING COMPANIES

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|----------------|--|
| New York | Iroquois Bancorp, Inc., Auburn, New York -- to acquire Cuyuga Savings Bank, and Cuyuga Bank; (1) to retain Homestead Savings (FA), Utica, and continue to engage in operating a savings association; (2) to continue to engage through Cayuga Financial Services, Inc., and H.S. Services Corporation in insurance activities; (3) to continue to engage through CFS in securities brokerage activities; and (4) to engage de novo through CFS in investment and financial advisory service activities. Approved, October 30, 1996. |
| Minneapolis | Klein Bancorporation, Inc., Chaska, Minnesota -- to engage de novo in providing data processing to commonly-owned insurance agencies. Permitted, October 30, 1996. |
| Dallas | Martex Bancshares, Inc., Marshall, Texas -- to merge with Heritage Texas Group, Inc., Pittsburg, Texas. Approved, October 30, 1996. |
| St. Louis | MNB Bancshares, Inc., Malvern, Arkansas -- to acquire shares of the Malvern National Interim Bank, and First National Interim Bank of Sheridan, Sheridan, Arkansas. Approved, October 29, 1996. |
| Director, BS&R | New American Bank Holding Corporation, Corpus Christi, Texas -- request for relief from a commitment made in connection with its application to acquire and merge with American Bank Holding Corporation and acquire American National Bank. Granted, October 31, 1996. |
| New York | OBT Holding Corporation, San Juan, Puerto Rico -- to acquire Oriental Bank and Trust, Hato Rey, Puerto Rico. Approved, October 28, 1996. |

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

BANK HOLDING COMPANIES

New York Societe Generale, Paris, France -- notice to expand its existing authority to provide securities brokerage and investment advisory services through Fimat Futures USA, Inc., New York, New York.
Approved, November 1, 1996.

BANK MERGERS

Cleveland Fifth Third Bank of Northeastern Ohio, Cleveland, Ohio -- to merge with Fifth Third Savings Bank of Northern Ohio, FSB, Kent, Ohio, and to establish a branch.
Approved, November 1, 1996.

Cleveland Fifth Third Bank of Northern Kentucky, Inc., Florence, Kentucky -- to merge with Fifth Third Savings Bank of Northern Kentucky, FSB, Hebron, Kentucky.
Approved, November 1, 1996.

Secretary Manufacturers and Traders Trust Company, Buffalo, New York -- to purchase certain assets and assume certain liabilities of two branches of GreenPoint Bank, New York, New York.
Approved, October 30, 1996.

CAPITAL STOCK

St. Louis Cairo/Moberly Bancshares, Inc., Moberly, Missouri -- redemption of shares.
Approved, October 29, 1996.

CHANGE IN BANK CONTROL

St. Louis Cairo/Moberly Bancshares, inc., Moberly, Missouri -- change in bank control.
Permitted, October 29, 1996.

Dallas Haleco Bancshares, Inc., Plainview, Texas -- change in bank control.
Returned, October 29, 1996.

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

CHANGE IN BANK CONTROL

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|---------------|---|
| Chicago | Kerndt Bank Services, Inc., Lansing, Iowa -- change in bank control. Permitted, October 30, 1996. |
| San Francisco | Professional Bancorp, Santa Monica, California -- change in bank control. Permitted, October 31, 1996. |
| Minneapolis | Rice Lake Bancorp, Inc., Rice Lake, Wisconsin -- change in bank control. Permitted, October 31, 1996. |

COMPETITIVE FACTORS REPORTS

| | |
|-----------|---|
| Dallas | American Bank of Texas, Sherman, Texas, proposed acquisition of the assets and assumption of the liabilities of branches of Bank of America Texas, N.A., Irving, Texas, at 530 West Main Street, Denison; 400 North Travis Street, Sherman; 401 East Main Street, Whitesboro; 101 East Broadway Street, Gainesville; and 621 North Center Street, Bonham, Texas -- report on competitive factors. Submitted, October 30, 1996. |
| New York | Cayuga Savings Bank, Auburn, New York, proposed merger with Cayuga Bank -- report on competitive factors. Submitted, October 31, 1996. |
| St. Louis | Charter Bank, S.B., Sparta, Illinois, proposed merger with Home Federal Savings Bank, Carbondale, Illinois -- report on competitive factors. Submitted, October 29, 1996. |

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

COMPETITIVE FACTORS REPORTS

- Philadelphia Farmers and Mechanics Bank, Burlington, New Jersey, proposed purchase of the deposit liabilities and certain related assets of the 58 Mill Street, Mount Holly, New Jersey, branch of Little Falls Bank, Little Falls, New Jersey -- report on competitive factors.
Submitted, October 29, 1996.
- Chicago First State Bank, Mendota, Illinois, proposed purchase of the assets and assumption of the liabilities of the Streator, Illinois, branch of First of America Bank-Illinois, N.A., Bannockburn, Illinois -- report on competitive factors.
Submitted, October 28, 1996.
- Dallas First State Bank, Temple, Texas, proposed acquisition of the assets and assumption of the liabilities of a branch of First Bank of Texas, Tomball, Texas, at 164 Live Oak, Marlin, Texas -- report on competitive factors.
Submitted, October 30, 1996.
- Chicago Flanagan State Bank, Flanagan, Illinois, proposed merger with Flanagan Interim Bank -- report on competitive factors.
Submitted, October 31, 1996.
- San Francisco Glendale Federal Bank, Federal Savings Bank, Glendale, California, proposed merger with One Central Bank -- report on competitive factors.
Submitted, October 29, 1996.
- Boston Grove Bank, Chestnut Hill, Massachusetts, proposed merger with Greater Boston Bank, a Co-operative Bank, Brighton, Massachusetts -- report on competitive factors.
Submitted, October 28, 1996.

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

COMPETITIVE FACTORS REPORTS

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|---------------|--|
| St. Louis | Horizon Bank of Columbia County, Arkadelphia, Arkansas, proposed purchase of certain assets and assumption of certain liabilities of the two Columbia County branches of Boatmen's National Bank of South Arkansas, Camden, Arkansas -- report on competitive factors. Submitted, October 29, 1996. |
| New York | Hudson United Bank, Union City, New Jersey, proposed acquisition of certain assets and assumption of certain liabilities of the branch of Interchange State Bank, Saddle Brook, New Jersey, at 261 Clifton Avenue, Clifton, New Jersey -- report on competitive factors. Submitted, October 28, 1996. |
| San Francisco | Kitsap Bank, Port Orchard, Washington, proposed merger with Northwestern Bank, N.A., Bremerton, Washington -- report on competitive factors. Submitted, October 31, 1996. |
| Chicago | LaSalle National Bank, Chicago, Illinois, proposed merger with LaSalle National Trust, National Association -- report on competitive factors. Submitted, October 31, 1996. |
| Chicago | North Salem State Bank, North Salem, Indiana, proposed purchase of the assets and assumption of the liabilities of the Waveland, branch of National City Bank of Indiana, Indianapolis, Indiana -- report on competitive factors. Submitted, October 29, 1996. |
| Dallas | Norwest Interim Bank Columbia, N.A., West Columbia, Texas, proposed merger with West Columbia National Bank -- report on competitive factors. Submitted, October 30, 1996. |
| New York | Oriental Bank and Trust, Hato Rey, Puerto Rico, proposed merger with Oriental Interim Bank -- report on competitive factors. Submitted, October 29, 1996. |

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

COMPETITIVE FACTORS REPORTS

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|-----------|--|
| St. Louis | Peoples National Bank and Trust Company, Washington, Indiana. proposed merger with The Union Bank, Loogootee, Indiana -- report on competitive factors. Submitted, October 30, 1996. |
| Atlanta | Regions Bank of Tennessee, Nashville, Tennessee, proposed purchase of certain assets and assumption of certain liabilities of the Chattanooga, Tennessee, branch of Regions Bank, FSB, Dalton, Georgia -- report on competitive factors. Submitted, October 28, 1996. |
| Cleveland | Republic Savings Bank, Pepper Pike, Ohio, proposed purchase of the assets and assumption of the liabilities of branches of First National Bank of Akron, Akron, Ohio -- report on competitive factors. Submitted, October 28, 1996. |
| Richmond | Sandy Spring National Bank of Maryland, Olney, Maryland, proposed purchase of certain assets and assumption of certain liabilities of the Bethesda, Maryland, branch of Bank of Maryland, Towson, Maryland -- report on competitive factors. Submitted, October 31, 1996. |
| Chicago | Somers Savings Bank, Somers, Iowa, proposed merger with First State Bank of Gowrie, Gowrie, Iowa -- report on competitive factors. Submitted, October 31, 1996. |
| Chicago | Southern Michigan Bank and Trust, Coldwater, Michigan, proposed purchase of the assets and assumption of the liabilities of the Northern Adams, Michigan, and Pennfield, Michigan, branches of First of America Bank, N.A., Grand Rapids, Michigan -- report on competitive factors. Submitted, October 28, 1996. |

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

COMPETITIVE FACTORS REPORTS

San Francisco Washington Mutual Bank, Seattle, Washington, proposed merger with United Western Financial Group, Inc., Salt Lake City, Utah, and United Savings Bank -- report on competitive factors. Submitted, October 28, 1996.

EXTENSIONS OF TIME

New York Dresdner Bank AG, Frankfurt, (Main), Germany -- extension to January 26, 1997, to engage de novo in lending activities through Dresdner Bridge Investors, Inc., New York, New York. Granted, October 28, 1996.

New York NVE Bancorp, Englewood, New Jersey, MHC Bancorp, and NVE Bancorp, Inc. -- extension to December 14, 1996, to acquire NVE Savings Bank. Granted, October 30, 1996.

Dallas Quachita Bancshares Corp., Monroe, Louisiana -- extension to January 31, 1997, to acquire Quachita Independent Bank. Granted, October 31, 1996.

San Francisco Sakura Bank, LTD., Tokyo, Japan -- extension of time to divest certain property. Granted, October 29, 1996.

MEMBERSHIP

Kansas city First State Bank, Lodgepole, Nebraska -- to become a member of the Federal Reserve System. Approved, October 29, 1996.

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ADDITIONS AND CORRECTIONS

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

COMPETITIVE FACTORS REPORTS

Minneapolis North Country Bank, South Range, Michigan, proposed
merger with First National Bank in Ontonagon,
Ontonagon, Michigan -- report on competitive
factors.
Submitted, October 22, 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

| | | |
|---|-------------------------|---------------------|
| UST Corp, Boston, Massachusetts - 3 (a) (3)/3 (a) (5) application to acquire Walden Bancorp, Inc., Acton, Massachusetts* | <u>Newspaper</u> | Not Yet Established |
| | <u>Federal Register</u> | 11-29-96 |

| | | |
|---|-------------------------|---------------------|
| Charter Oak Community Bank Corp., Vernon, Connecticut - 3(a) (1) application to become a mutual holding company by acquiring 100% of the voting shares of The Savings Bank of Rockville, Vernon, Connecticut* | <u>Newspaper</u> | Not Yet Established |
| | <u>Federal Register</u> | 12-06-96 |

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application Comment Period Ending Date

| | | |
|--|-------------------------|---------------------|
| Campello Bancorp, Brockton, Massachusetts - 4 (c) (8) notification to engage in loan servicing pursuant to section 225.25 (b) (1) of Regulation Y | <u>Federal Register</u> | 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**

First Tier Bank & Trust, Salamanca, New York, to establish a branch at 21-25 Water Street, Cuba, New York. 1/

11/26/96

SECTION II

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

Notice by HSBC Holdings PLC, London, England, HSBC Holdings BV, Amsterdam, the Netherlands, and HSBC Americas, Inc., Buffalo, New York (together, "Notificants"), to acquire all of the common stock of CTUS, Inc., Wilmington, Delaware, and thereby indirectly acquire its wholly owned subsidiary, First Federal Savings and Loan Association of Rochester, New York ("FFS&LA"). Application by Marine Midland Bank, Buffalo, New York ("MMB"), a wholly owned subsidiary of HSBC Americas, Inc., for the merger of FFS&LA with and into MMB, with MMB as the survivor. 1/

11/29/96 3/

SECTION III

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

Notice by Unidanmark A/S and Unibank A/S, both of Copenhagen, Denmark, to retain 100 percent of the shares of Aros Securities Inc., New York, New York, and thereby to engage in securities brokerage activities, including full service brokerage activities; in providing investment and financial advice; in acting as agent in private placement of all types of securities; and, in buying and selling all types of securities on the order of investors as riskless principal.

11/19/96

Notice by Royal Bank of Canada, Montreal, Canada, to engage de novo in lending activities through subsidiaries.

11/19/96

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:

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 November 2, 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**

Premier Bank, Doylestown, PA to establish a branch office to be located at 516 North Second Street Pike, Southampton Shopping Center, Southampton, Bucks Co, PA.

Newspaper comment period expires: 11/26/96

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

NONE

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

NONE

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

NONE

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending November 1, 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 November 2, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received notice from Citizens Bancorp, Inc., Newport, KY
on November 1, 1996, of its intent to form a bank holding
company through its acquisition of the outstanding voting
shares of Citizens of Campbell County, Inc., Newport, KY.

*Not Yet Known#

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

Received Section 4(c)(8) notification from Peoples Bancorp, Inc.,
Marietta, OH on October 28, 1996, of its intent to acquire Russell
Federal Savings Bank, Russell, KY

*F: November 18, 1996

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

NONE

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

Received notice from Mellon Bank Corporation, Pittsburgh, PA on November 1, 1996, of its intent to redeem all outstanding shares of its 9.60% Series I Preferred Stock with a redemption date of December 16, 1996, at \$25 per share plus accrued dividends.

* - 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
(November 1, 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 November 1, 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> |
|--|-----------------------------------|
| First Virginia Bank-Maryland, Upper Marlboro, Maryland, to establish a branch in the community center of the Asbury-Solomons Retirement Community at 11100 Asbury Circle, Solomons, Maryland.* | 11-23-96 |

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 Madhu Mohan Katikineni and Mangal Katikineni with respect to First Liberty Bancorp, Inc., Washington, D. C. | 11-20-96** |
| First Citizens BancShares, Inc., Raleigh, North Carolina, to acquire Atlantic States Bank, Raleigh, North Carolina (an organizing thrift institution).* | 11-25-96 |
| CN Bancorp, Inc., Glen Burnie, Maryland, to become a bank holding company through the acquisition of 100% of the voting shares of County National Bank, Glen Burnie, Maryland (in organization).* | 11-29-96 |

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

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending November 1, 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> |
|--|-----------------------------|---------------|
| First Virginia Bank-Piedmont 7901 Timberlake Road Lynchburg, Virginia 24502 | 7-8-96 | Satisfactory |
| First Virginia Bank-Clinch Valley 501 Railroad Avenue Richlands, Virginia 24641-2513 | 7-8-96 | Satisfactory |
| King George State Bank, Inc. Route 3, East King George, Virginia 22485-9803 | 8-12-96 | Outstanding |

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending November 1, 1996

Section 1 - Applications Subject to Newspaper Notice Only

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|---|-----------------------------------|
| First Southern Bank Boca Raton, Florida To establish a branch located at 7301 West Palmetto Park Road, Boca Raton, Florida, to be known as the Palmetto Park Branch. | 11-16-96* |
| First Southern Bank Boca Raton, Florida To establish a branch located at 3050 North Federal Highway, Lighthouse Point, Florida, to be known as the Lighthouse Point Branch. | 11-16-96* |

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

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|---|-----------------------------------|
| Compass Bancshares, Inc. Birmingham, Alabama Along with Compass Banks of Texas, Inc., Birmingham, Alabama, and Compass Bancorporation of Texas, Inc., Wilmington, Delaware, to merge with Greater Brazos Valley Bancorp, Inc., College Station, Texas, and Greater Brazos Valley Delaware Bancorp, Inc., Dover, Delaware, and thereby directly acquire Commerce National Bank, College Station, Texas, pursuant to Section 3(a)(5) of the Bank Holding Company Act. | 11-25-96* Federal Register |
| First Bank Holding Company Tallahassee, Florida 1-BHC formation, First Bank, Tallahassee, Florida. | Not yet available* |
| ABC Bancorp Moultrie, Georgia To merge with M&F Financial Corporation, Donalsonville, Georgia, and thereby directly acquire Merchants & Farmers Bank, Donalsonville, Georgia, pursuant to Section 3(a)(5) of the Bank Holding Company Act. | Not yet available* |
| First Georgia Community Corp. Jackson, Georgia 1-BHC formation, First Georgia Community Bank, Jackson, Georgia (in organization). | Not yet available* |
| CB&T Holding Corporation New Orleans, Louisiana Change in control notice by Mr. Gary N. Solomon and Mrs. Martha N. Solomon to collectively acquire an additional 21.63 percent of the outstanding shares of CB&T Corporation, New Orleans, Louisiana. Total ownership will equal 43.25 percent. | 11-14-96* Newspaper |

Section 3 - Applications Subject to Federal Register Only

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

None.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending November 1, 1996

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

Application

Prosperity Banking Company
St. Augustine, Florida
Commitment waiver request.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending November 1, 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, North Central Florida Post Office Box 310 Ocala, Florida 32678 (904) 368-6200 | Outstanding | 07-08-96 |
| Bank of Madisonville Post Office Box 547 Madisonville, Tennessee 37354 (615) 442-4511 | Outstanding | 07-08-96 |
| First Knoxville Bank Post Office Box 200 Knoxville, Tennessee 37901 (615) 549-5100 | Satisfactory | 07-08-96 |
| Tri-City Bank and Trust Company Post Office Box 277 Blountville, Tennessee 37617 (615) 323-3161 | Outstanding | 07-08-96 |
| United Southern Bank of Morristown 800 W. Morris Boulevard | Satisfactory | 07-08-96 |

Morristown, Tennessee 37814
(615) 581-1230

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending November 1, 1996

Recently Approved Applications

Approval Date

Appalachian Bancshares, Inc.
Ellijay, Georgia
Commitment waiver request.

10-29-96

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/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 - 11-06-96 |
| Branch | Security Savings Bank Farnhamville, Iowa 320 Garfield Street Farnhamville, Iowa | NP - 11-1-96 |
| Branch | Bloomington Bank & Trust Bloomington, Illinois 104 South Main Street Park Ridge, Illinois | NP - 11-9-96 |

NP - Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

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) | Salin Bancshares, Inc.* Indianapolis, Indiana Columbus Bancorp, Inc. Indianapolis, Indiana Columbus Bank and Trust Company Columbus, Indiana | FR - 11-1-96 NP - 11-22-96 |
| 3(a)(3) | Metrocorp, Inc.* East Moline, Illinois Metrobank-Illinois, National Association East Moline, Illinois (in organization) | FR - 11-4-96 NP - 11-4-96 |
| 3(a)(3) | Old Kent Financial Corporation* Grand Rapids, Michigan Seaway Financial Corporation Saint Clair, Michigan Commercial and Savings Bank of Saint Clair County Saint Clair, Michigan Algonac Savings Bank Algonac, Michigan | FR - 11-8-96 NP - 11-03-96 |
| 3(a)(1) | New Asia Bancorp* Chicago, Illinois NAB Bank Chicago, Illinois | FR - 11-29-96 NP - 10-21-96 |
| 3(a)(3) | Pontiac Bancorp, Inc. Pontiac, Illinois Bank of Dwight Dwight, Illinois | FR - 11-29-96 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)(3) | Wintrust Financial Corporation Wilmette, Illinois Barrington Bank & Trust Company, National Association Barrington, Illinois (in organization) | FR - 11-29-96 NP - * |
| 3(a)(5) | F & M Bancorporation, Inc.* Kaukauna, Wisconsin East Troy Bancshares, Inc. East Troy, Wisconsin State Bank of East Troy East Troy, Wisconsin | FR - 11-12-96 NP - ** |
| CoC-HC | Whitmore Company, Inc. Corning, Iowa By Kenneth Whitmore & James Whitmore | FR - 11-14-96 NP - ** |
| 3(a)(3) | FBOP Corporation* Oak Park, Illinois SDNB Financial Corp. San Diego, California San Diego National Bank San Diego, California | FR - 11-18-96 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 - 10-31-96 |

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)(1) | Liberty Financial Corporation* West Des Moines, Iowa L.B.T. Bancorporation West Des Moines, Iowa Liberty Bank and Trust Lake Mills, Iowa B and K Bancorporation West Des Moines, Iowa Liberty Bank & Trust Bloomfield, Iowa Winnebago County Bancorporation West Des Moines, Iowa Liberty Bank and Trust Forest City, Iowa First Liberty Bancorp West Des Moines, Iowa Liberty Bank and Trust Mason City, Iowa BW3 Bancorporation West Des Moines, Iowa Liberty Bank and Trust Company, N.A. Pocahantas, Iowa I.S.B. Bancorporation, Inc. West Des Moines, Iowa Liberty Bank and Trust Woodbine, Iowa A.B.C. Bancorporation Tucson, Arizona Liberty Bank and Trust Tucson, Arizona | FR - 11-8-96 NP - ** |
| 3(a)(3) | Columbus Bancorp, Inc.* Indianapolis, Indiana Salin Bank and Trust Company Indianapolis, Indiana | FR - 11-1-96 NP - 11-22-96 |

Federal Reserve Bank of Chicago

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

| <u>Type</u> | <u>Application</u> | <u>Ending Date</u> |
|-------------|--|--------------------------|
| 3(a)(3) | F & M Bancorporation, Inc.* Kaukauna, Wisconsin Green County Bank Brodhead, Wisconsin | FR - 11-18-96 NP - * |
| 3(a)(1) | Two Rivers Bank Holding Company* Rock Valley, Iowa Rock Valley State Bank Rock Valley, Iowa (in organization) | FR - 11-29-96 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) | Stichting Prioriteit ABN AMRO Holding Amsterdam, The Netherlands Integrion Financial Network, L.L.C., White Plains, New York. | FR - 10-31-96 |
| 4(c)(8) | Stichting Administratiekantoor ABN AMRO Holding Amsterdam, The Netherlands Integrion Financial Network, L.L.C., White Plains, New York. | FR - 10-31-96 |
| 4(c)(8) | ABN AMRO Holding N.V. Amsterdam, The Netherlands Integrion Financial Network, L.L.C., White Plains, New York. | FR - 10-31-96 |
| 4(c)(8) | ABN AMRO Bank, N.V. Amsterdam, The Netherlands Integrion Financial Network, L.L.C., White Plains, New York. | FR - 10-31-96 |
| (c)(8) | ABN AMRO North America, Inc., Chicago, Illinois Integrion Financial Network, L.L.C., White Plains, New York. | FR - 10-31-96 |
| 4(c)(8) | Liberty Financial Corporation West Des Moines, Iowa Liberty Leasing Company West Des Moines, Iowa | FR - 11-8-96 |

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) | Liberty Financial Corporation West Des Moines, Iowa Liberty Mortgage Company West Des Moines, Iowa | FR - 11-8-96 |
| 4(c)(8) | Liberty Financial Corporation West Des Moines, Iowa L.S.B. Bancorp Johnston, Iowa | FR - 11-8-96 |
| 4(c)(8) | Liberty Financial Corporation West Des Moines, Iowa Liberty Loan Store, Inc. West Des Moines, Iowa | FR - 11-8-96 |

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 November 01, 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

RATING

The State Bank of Blue Mound
Eight Niles Street
Blue Mound, Illinois 62513-0200
(217) 692-2157

8/05/96

S

State Bank of Viroqua
101 North Main Street
Viroqua, Wisconsin 54665-0351
(608) 637-3127

7/29/96

S

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING NOVEMBER 1, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

| <u>Application</u> | <u>End of Comment Period</u> |
|--|------------------------------|
| * Section 9 application by Union Bank of Illinois, Swansea, Illinois, to relocate two branch offices located at 200 Collinsville Avenue and St. Louis Avenue at Eighth Street, both in East St. Louis, Illinois, to one branch office located at 350 River Park Drive, East St. Louis, Illinois. | 11-7-96 |
| * Section 3(a)(1) notification by Fredonia Valley Bancorp, Inc., Fredonia, Kentucky, to acquire Fredonia Valley Bank, Fredonia, Kentucky. | N/A |

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

| <u>Application</u> | <u>End of Comment Period</u> |
|--|------------------------------|
| * Section 3(a)(5) application by First Commercial Corporation, Little Rock, Arkansas, to merge with W.B.T. Holding Company, Memphis, Tennessee. | Newspaper: 11-24-96 |
| * Section 3(a)(5) application by CNB Bancshares, Inc., Evansville, Indiana, to merge with BMC Bancorp, Inc., Mt. Carmel, Illinois. | Newspaper: 11-30-96 |
| * Section 3(a)(1) application by Louisville Development Bancorp, Inc., Louisville, Kentucky, to acquire Louisville Community Development Bank, Louisville, Kentucky. | Newspaper: 12-1-96 |

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

| <u>Application</u> | <u>End of Comment Period</u> |
|--|------------------------------|
| Section 4(c)(8) notification by Magna Group, Inc., St. Louis, Missouri, to acquire Homeland Bankshares Corporation, Waterloo, Iowa, and thereby acquire two of its nonbank subsidiaries, Homeland Trust Company, Des Moines, Iowa, and Homeland Student Loan Company, West Des Moines, Iowa (previously reported during the week ending October 25, 1996). | 11-25-96 |
| * This application/notification is subject to CRA. | |

Section 4(c)(8) notification by Louisville Development Bancorp, Inc., Louisville, Kentucky, to engage in community development activities through a proposed wholly-owned subsidiary, Real Estate Development Company, Louisville, Kentucky.

N/A

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

Application

End of Comment Period

None.

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 November 1, 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

Norwest Corporation, Minneapolis, Minnesota,
for prior approval to acquire 100% of the voting
shares of Central Bancorporation, Inc., Fort Worth,
Texas. *

November 29, 1996
(Federal Register)

* Subject to CRA

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

Application

Comment Period
Ending Date

Cattail Bancshares, Inc., Atwater, Minnesota,
to engage de novo in making and servicing loans.

November 19, 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 November 1, 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.

Federal Reserve Bank of Kansas City

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

| <u>APPLICATION</u> | <u>COMMENT PERIOD ENDING DATE</u> |
|--|-----------------------------------|
| Mercantile Bank of Lawrence, Lawrence, Kansas, for prior approval to become a member of the Federal Reserve System and to merge with Mercantile Bank, Overland Park, Kansas. | Not Available |
| Heritage Bank of Olathe, Olathe, Kansas, to establish a branch facility at 127th Street and Antioch Road, Overland Park, Kansas. | Not Available |

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

| <u>APPLICATION</u> | <u>COMMENT PERIOD ENDING DATE</u> |
|--|-----------------------------------|
| BOK Financial Corporation, Tulsa, Oklahoma, for prior approval to acquire 100 percent of the voting shares of Park Cities Bancshares, Inc., Dallas, Texas, and thereby indirectly acquire Park Cities Corporation, Dallas, Texas.* | November 29, 1996 |
| Mancos Bancorporation, Mancos, Colorado, for prior approval to merge with Southern Colorado Bank Holding Company, Pagosa Springs, Colorado.* | November 29, 1996 |
| FNBJ Company, Johnstown, Colorado, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First National Bank of Johnstown, Johnstown, Colorado.* | Not Available |

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

| <u>APPLICATION</u> | <u>COMMENT PERIOD ENDING DATE</u> |
|--------------------|-----------------------------------|
| 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> |
|---|------------------|----------------------------|-----------------------|
| Wyoming Bank & Trust Co. P.O. Box 950 Buffalo, Wyoming 82834-0950 | 08/05/96 | 10/31/96 | Satisfactory |

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF OCTOBER 28, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

APPLICATION

NOTICE EXP

None.

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

APPLICATION

** NOTICE EXP

| | |
|--|----------|
| *Section 3(a)(3) application by First Baird Bancshares, Inc., Baird, TX, to acquire Oklahoma National Bank of Duncan, Duncan, OK (Previously reported during the week of 9-9-96) | 96/11/15 |
| *Section 3(a)(3) application by First Baird Bancshares of Delaware, Inc., Dover, DE, to acquire Oklahoma National Bank of Duncan, Duncan, OK (Previously reported during the week of 9-9-96) | 96/11/15 |
| *Section 3(a)(3) application by Weatherford Bancshares, Inc., Weatherford, TX, to acquire Oklahoma National Bank of Duncan, Duncan, OK (Previously reported during the week of 9-9-96) | 96/11/15 |
| Change in Control Notice by Robert B. Dunkin to acquire an interest in First San Benito Bancshares, Inc., San Benito, TX | N/A |
| *Section 3(a)(3) application by Cullen/Frost Bankers, Inc., San Antonio, TX, to acquire Corpus Christi Bancshares, Corpus Christi, TX, C.S.B.C.C., Inc., Wilmington, Delaware, and Citizens State Bank, Corpus Christi, TX | N/A |
| *Section 3(a)(3) application by The New Galveston Company, Wilmington, DE, to acquire Corpus Christi Bancshares, Corpus Christi, TX, C.S.B.C.C., Inc., Wilmington, Delaware, and Citizens State Bank, Corpus Christi, TX | N/A |
| *Section 3(a)(5) application by Cullen/Frost Bankers, Inc., San Antonio, TX, to merge with Corpus Christi Bancshares, Corpus Christi, TX | N/A |

*Section 3(a)(5) application by
The New Galveston Company, Wilmington, DE, to merge
with Corpus Christi Bancshares, Corpus Christi, TX N/A

*Section 3(a)(1) application by
SW&KM Holdings, LLC, Del Rio, TX, to acquire
SW&KM Limited Partnership, Del Rio, TX,
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX N/A

*Section 3(a)(1) application by
SW&KM Limited Partnership, Del Rio, TX, to acquire
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX N/A

*Section 3(a)(3) application by
SW&KM Holdings, LLC, Del Rio, TX, to acquire
SW&KM Limited Partnership, Del Rio, TX,
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX N/A

*Section 3(a)(3) application by
SW&KM Limited Partnership, Del Rio, TX, to acquire
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Brackettville, TX, and
Sutton City National Bank, Sonora, TX N/A

Change in Control Notice by
Robert Sidney Cauthorn, and James Guy Cauthorn,
Del Rio, TX, to acquire an interest in
SW&KM Holdings, LLC, Del Rio, TX N/A

Change in Control Notice by
Robert Sidney Cauthorn and James Guy Cauthorn,
Del Rio, TX, to acquire an interest in
SW&KM Limited Partnership, Del Rio, 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 OCTOBER 28, 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> |
|--|----------------------------|-------------------|
| Landmark Bank-Mid Cities 150 Westpark Way, Ste. 130 P. O. Box 1330 Euless, Texas 76039-1330 | 96/07/22 | Satisfactory |
| United Texas Bank 12222 Merit Dr., Ste. 100 P. O. Box 515529 Dallas, Texas 75251-5529 | 96/07/22 | Satisfactory |

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS APPROVED DURING THE WEEK OF OCTOBER 28, 1996

APPLICATION

DATE

Section 3(a)(5) application by
MarTex Bancshares, Inc., Marshall, TX, to acquire
Heritage Texas Group, Inc., Pittsburg, TX

96/10/30

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 11/01/96

Section I - Applications Subject to Newspaper Notice Only

| <u>Application</u> | <u>Comment Period Ending Date</u> |
|--|-----------------------------------|
| Pierce Commercial Bank (In Organization), Tacoma, Washington, to become a member of the Federal Reserve System. * | <u>Newspaper:</u> 11/18/96 |
| Western Sierra Bancorp, Cameron Park, California, to become a bank holding company by acquiring Western Sierra National Bank, Cameron Park, California. * | <u>Newspaper:</u> Not available |
| Tehama County Bank, Red Bluff, California, to acquire the Orland and Willow, California, branch offices of Wells Fargo, N.A., San Francisco, California. * | <u>Newspaper:</u> Not available |

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

| | |
|--|---------------------------------|
| Pierce County Bancorp, Tacoma, Washington, to become a bank holding company by acquiring Pierce Commercial Bank (In Organization), Tacoma, Washington. * | <u>Newspaper:</u> 11/18/96 |
| | <u>Fed. Reg.:</u> 11/01/96 |
| U.S. Bancorp, Portland, Oregon, to merge with Sun Capital Bancorp, St. George, Utah. * | <u>Newspaper:</u> 11/21/96 |
| | <u>Fed. Reg.:</u> 11/18/96 |
| City National Corporation, Beverly Hills, California, to merge with Ventura County National Bancorp, Oxnard, California. * | <u>Newspaper:</u> 11/28/96 |
| | <u>Fed. Reg.:</u> 11/29/96 |
| PLM Newco, L.L.C., Federal Way, Washington, to become a bank holding company by acquiring First Community Financial Group, Inc., Lacey, Washington. * | <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

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 11/01/96

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.

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