

ANNOUNCEMENT

**BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM**

**H.2, 1996, No. 47
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending November 23, 1996**

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

First Commercial Corporation, Little Rock, Arkansas, Arvest Bank Group, Inc., Bentonville, Arkansas, TRH Bank Group, Inc., Norman, Oklahoma, and TRH Oklahoma, Inc., Norman, Oklahoma -- request for a stay of the Board's approval of the applications to acquire The Oklahoma National Bank of Duncan, Duncan, Oklahoma.

Denied, November 20, 1996.

R. Banking Limited Partnership, Oklahoma City, Oklahoma -- request to be treated as a qualified family partnership under the Bank Holding Company Act.

Approved, November 20, 1996.

South Central Texas Bancshares Inc., Flatonia, Texas -- to acquire Fayette Savings Association, La Grange, Texas.

Approved, November 18, 1996.

Union Planters Corporation, Memphis, Tennessee, and Capital Bancorporation, Inc. -- request for review or delay of approval by the Federal Reserve Bank of St. Louis of the application to acquire Financial Bancshares, Inc.

Denied, November 22, 1996.

BOARD OPERATIONS

Budget for 1997.

Approved, November 20, 1996.

Freedom of Information -- publication in the Federal Register of an interim rule providing for an increase in the fees for responding to FOI requests (Docket R-0946).

Approved, November 20, 1996.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ENFORCEMENT

Arab American Bank, New York, New York -- written agreement dated October 31, 1996, with the Federal Reserve Bank of New York.
Announced, November 18, 1996.

Nippon Credit Bank, Ltd., Tokyo, Japan (New York Branch) -- cease and desist order and order of assessment of civil money penalty against Thomas P. Rogers, a former chief foreign exchange trader and institution-affiliated party of the New York Branch.
Announced, November 18, 1996.

REGULATIONS AND POLICIES

Reserves -- amendment to Regulation D to decrease from \$52 million to \$49 million in net transaction accounts to which a 3 percent reserve requirement will apply in 1997; to change the amount of reservable liabilities of each depository institution that is subject to a reserve requirement of zero percent; and to increase the deposit reporting cutoff level for 1997 (Docket R-0945).
Announced, November 21, 1996.

SECURITIES REGULATION

Regulations G, T, and U -- interpretation of the margin regulations in light of amendments to the Board's margin authority made by the Markets Improvement Act (Docket R-0943); and request for comment to implement amendments to the Securities Exchange Act (Docket R-0944).
Approved, November 20, 1996.

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

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

BANK BRANCHES, DOMESTIC

San Francisco	Bank of America Nevada, Las Vegas, Nevada -- to establish mobile branch courier services in the counties of Carson City, Churchill, Clark, Douglas, Elko, Lander, Lincoln, Mineral, Storey, Washoe, and White Pine, Nevada. Approved, November 22, 1996.
Chicago	Bloomington Bank & Trust, Bloomington, Illinois -- to establish a branch at 104 South Main Street, Park Ridge, Illinois. Approved, November 18, 1996.
Richmond	Crestar Bank, Richmond, Virginia -- to establish an electronic funds transfer facility in the Fort Lee Main Exchange Shopping Center, Fort Lee, Virginia. Approved, November 20, 1996.
Cleveland	Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 12164 Lebanon Road. Approved, November 20, 1996.
Cleveland	Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 5467 Cedar Village Drive, Mason, Ohio. Approved, November 20, 1996.
Dallas	Texas Bank, Weatherford, Texas -- to establish a branch at 100 Northwest Renfro Street, Burleson, Texas. Approved, November 20, 1996.
Dallas	Texas Bank, Weatherford, Texas -- to establish a branch at 609 Southwest Big Ben, Glen Rose, Texas. Approved, November 20, 1996.
Dallas	Texas Bank, Weatherford, Texas -- to establish a branch at 300 Elm, Hillsboro, Texas. Approved, November 20, 1996.
Dallas	Texas Bank, Weatherford, Texas -- to establish a branch at 9200 Highway 377, Benbrook, Texas. Approved, November 20, 1996.

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

BANK BRANCHES, DOMESTIC

Dallas	Texas Bank, Weatherford, Texas -- to establish a branch at 301 East Main Street, Crowley, Texas. Approved, November 20, 1996.
Dallas	Texas Bank, Weatherford, Texas -- to establish a branch at 139 College Park Drive, Weatherford, Texas. Approved, November 20, 1996.
Dallas	Texas Bank, Weatherford, Texas -- to establish a branch at 1671 West Henderson, Cleburne, Texas. Approved, November 20, 1996.
Dallas	Texas Bank, Weatherford, Texas -- to establish a branch at 702 West Pearl, Granbury, Texas. Approved, November 20, 1996.
San Francisco	Valley Bank of Arizona, Phoenix, Arizona -- to establish a branch at 3001 East Camelback Road, Phoenix, Arizona. Approved, November 18, 1996.

BANK HOLDING COMPANIES

Chicago	Anita Bancorporation, Newton, Iowa - notification of intent to repurchase interest in Rolling Hills Insurance Agency, L.C., Atlantic, Iowa, a limited liability company. Permitted, November 19, 1996.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Secretary	Bank of Boston Corporation, Boston, Massachusetts; Fleet Financial Group, Inc., Boston, Massachusetts; The Governor and Company of the Bank of Ireland, Dublin, Ireland; The Royal Bank of Scotland Group plc, Edinburgh, United Kingdom; The Royal Bank of Scotland plc, Edinburgh, United Kingdom; Citizens Financial Group, Inc., Providence, Rhode Island; The Bank of New York Company, Inc., New York, New York; The Chase Manhattan Corporation, New York, New York; Citicorp, New York, New York; HSBC Holdings PLC, London, England; HSBC Holdings BV, Amsterdam, Netherlands; HSBC Americas, Inc., Buffalo, New York; National Westminster Bank, PLC, London, England; and First Union Corporation, Charlotte, North Carolina -- to engage in additional data processing activities through NYCE Corporation, Woodcliff Lake, New Jersey. Approved, November 21, 1996.
New York	Bridge View Bancorp, Englewood Cliffs, New Jersey -- to acquire Bridge View Bank. Approved, November 20, 1996.
Richmond	Crestar Financial Corporation, Richmond, Virginia -- to acquire Citizens Bancorp, Laurel, Maryland. Approved, November 20, 1996.
Kansas City	Crossdale, Inc., Hiawatha, Kansas -- to engage in the sale of general insurance through the acquisition of Citizens Insurance Agency. Approved, November 20, 1996.
Chicago	F & M Bancorporation, Inc., Kaukauna, Wisconsin -- to acquire Green County Bank, Brodhead, Wisconsin. Approved, November 22, 1996.

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

BANK HOLDING COMPANIES

Chicago	F & M Bancorporation, Inc., Kaukauna, Wisconsin, and F & M Merger Corporation -- to acquire East Troy Bancshares, Inc., East Troy, Wisconsin, and State Bank of East Troy. Approved, November 22, 1996.
Chicago	Firstbank of Illinois Co, Springfield, Illinois -- notification of intent to purchase the assets of Zemenick & Walker, Inc., St. Louis, Missouri, and engage in investment advisory services. Permitted, November 20, 1996.
Chicago	Firstbank of Illinois Co., Springfield, Illinois -- notification of intent to purchase the assets of Zemenick & Walker, Inc., St. Louis, Missouri, and engage in investment advisory services. Permitted, November 20, 1996.
Kansas City	FNB Company, Johnstown, Colorado -- to acquire First National Bank of Johnstown. Approved, November 20, 1996.
Minneapolis	Frandsen Financial Corporation, Forest Lake, Minnesota -- to acquire State Bank of Lonsdale, Lonsdale, Minnesota. Approved, November 21, 1996.
Kansas City	Fredonia State Bancshares, Inc., Fredonia, Kansas -- to acquire State Bank of Fredonia. Approved, November 22, 1996.
Philadelphia	Fulton Financial Corporation, Lancaster, Pennsylvania -- to engage in community development activities through an investment in a limited partnership. Permitted, November 19, 1996.
Chicago	Independence Bancshares, Inc., Independence, Iowa -- to acquire Southeast Security Bank, Mediapolis, Iowa. Approved, November 18, 1996.

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

BANK HOLDING COMPANIES

Dallas	Klein Bancshares of Delaware, Inc., Wilmington, Delaware -- request for waiver of application to acquire Klein Bank, Harris County Texas. Granted, November 19, 1996.
Richmond	MainStreet BankGroup, Martinsville, Virginia -- to engage de novo in trust activities through MainStreet Trust Company, N.A. Permitted, November 18, 1996.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota -- to acquire West Columbia National Bank, West Columbia, Texas. Approved, November 19, 1996.
Chicago	Old Kent Financial Corporation, Grand Rapids, Michigan -- to acquire Beaway Financial Corporation, Saint Clair; Algonac Savings Bank, Algonac; and Commercial and Savings Bank of St. Clair County, Saint Clair, Michigan. Approved, November 20, 1996.
New York	Royal Bank of Canada, Montreal, Quebec, Canada -- to engage de novo through a subsidiary in lending activities. Permitted, November 22, 1996.
St. Louis	South Central Bancshares, Inc., Russellville, Kentucky -- to acquire Hopkins Bancorp, Inc., Wickliffe, Kentucky. Approved, November 22, 1996.
Minneapolis	United Community Bancshares, Inc., Eagan, Minnesota - to acquire Park Financial Corporation, St. Louis Park, Minnesota. Approved, November 19, 1996.

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

CHANGE IN BANK CONTROL

Minneapolis	Big Sky Holding Company, Stanford, Montana -- change in bank control. Permitted, November 20, 1996.
San Francisco	Cerritos Valley Bancorp, Norwalk, California -- change in bank control. Permitted, November 19, 1996.
Secretary	First United Bancshares, Inc., El Dorado, Arkansas -- change in bank control. Permitted, November 20, 1996.
Kansas City	Miners Bancshares, Inc., Frontenac, Kansas -- change in bank control. Permitted, November 20, 1996.
San Francisco	Palm Desert Investments, Palm Desert, California -- change in bank control. Permitted, November 21, 1996.

COMPETITIVE FACTORS REPORTS

Atlanta	Allied Bank of Georgia, Thomason, Georgia, proposed merger with Bank of Stapleton, Stapleton, Georgia - report on competitive factors. Submitted, November 20, 1996.
San Francisco	American West Bank, Encino, California, proposed merger with The Bank of Los Angeles, Los Angeles, California -- report on competitive factors. Submitted, November 21, 1996.
Boston	Berkshire County Savings Bank, Pittsfield, Massachusetts, proposed merger with Great Barrington Savings Bank, Great Barrington, Massachusetts -- report on competitive factors. Submitted, November 19, 1996.
St. Louis	Casey County Bank, Inc., Liberty, Kentucky, proposed purchase of certain assets and assumption of certain liabilities of the Liberty branch of Great Financial Bank, FSB, Louisville, Kentucky -- report on competitive factors. Submitted, November 19, 1996.

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

COMPETITIVE FACTORS REPORTS

Dallas	Charter Trust Company, N.A., Houston, Texas, proposed merger with Southwest Guaranty Trust Company, N.A. -- report on competitive factors. Submitted, November 19, 1996.
Richmond	Citizens Bank, Laurel, Maryland, proposed merger with Citizens Bank of Washington, National Association, Washington, D.C. -- report on competitive factors. Submitted, November 18, 1996.
San Francisco	City National Bank, Beverly Hills, California, proposed merger with Ventura County National Bank, Oxnard; and Frontier Bank, National Association, La Palma, California -- report on competitive factors. Submitted, November 21, 1996.
Dallas	Commerce National Bank, College Station, Texas, proposed merger with Compass Bank, Houston, Texas - - report on competitive factors. Submitted, November 19, 1996.
Minneapolis	Community First National Bank, Little Falls, Minnesota, and Community First National Bank, Worthington, proposed merger with Community First National Bank, Fergus Falls, Minnesota -- report on competitive factors. Submitted, November 20, 1996.
Minneapolis	Community First National Bank, Dickinson, North Dakota, proposed merger with Community First National Bank, Fargo, North Dakota -- report on competitive factors. Submitted, November 20, 1996.
Minneapolis	Community First State Bank, Vermillion, South Dakota, proposed merger with Community First State Bank, Redfield, South Dakota -- report on competitive factors. Submitted, November 22, 1996.
Kansas City	Emprise Bank, Wichita, Kansas, proposed merger with Wichita Federal Savings and Loan Association -- report on competitive factors. Submitted, November 21, 1996.

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

COMPETITIVE FACTORS REPORTS

Dallas	First American Bank Texas, SSB, Bryan, Texas, proposed acquisition of the assets and assumption of the liabilities of branches at 504 North Mason, Bowie, 315 South Avenue D, Burkburnett; 111 South Main, Henrietta; 301 North Wall Street, Iowa Park; 2525 Kell Boulevard, Wichita Falls; 2949 Southwest Parkway, Wichita Falls; 4150 Buffalo Gap Road, Abilene; 1242 North 4th Street, Abilene; 3002 North 12th Street, Abilene; 301 Edwards, Merkle; and 3365 South 14th Street, Abilene, Texas, of Bank of America Texas, N.A., Irving, Texas -- report on competitive factors. Submitted, November 22, 1996.
Atlanta	First American National Bank, Nashville, Tennessee, proposed merger with Community First Bank, Hartsville, Tennessee -- report on competitive factors. Submitted, November 20, 1996.
Atlanta	First Bank, Tallahassee, Florida, proposed merger with First Interim Bank of Tallahassee -- report on competitive factors. Submitted, November 20, 1996.

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

COMPETITIVE FACTORS REPORTS

Chicago	First Mid-Illinois Bank & Trust, National Association, Mattoon, Illinois, proposed purchase of certain assets and assumption of the liabilities of the Charleston branch of First of America Bank-Illinois, National Association, Bannockburn, Illinois -- report on competitive factors. Submitted, November 22, 1996.
Chicago	First Mutual Bank, S.B., Decatur, Illinois, proposed purchase of the assets and assumption of the liabilities of the Lincoln, Taylorville, and Pontiac, Illinois, branches of First of America Bank-Illinois, National Association, Bannockburn, Illinois -- report on competitive factors. Submitted, November 22, 1996.
Kansas City	First National Bank, Fort Collins, Colorado, proposed acquisition of the assets and assumption of the liabilities of Union Colony Bank, Greeley, Colorado -- report on competitive factors. Submitted, November 21, 1996.
Chicago	First National Bank in Le Mars, Iowa, Le Mars, Iowa, proposed merger with Interim First National Bank, Le Mars, Iowa -- report on competitive factors. Submitted, November 21, 1996.
Minneapolis	First National Interim Bank of the Lakes, Navarre, Minnesota, proposed merger with First National Bank of the Lakes -- report on competitive factors. Submitted, November 20, 1996.
Atlanta	FirstMerit Bank, N.A., Clearwater, Florida, proposed merger with SouthTrust Bank of Florida, N.A., St. Petersburg, Florida -- report on competitive factors. Submitted, November 18, 1996.
Chicago	Harlan National Bank, Harlan, Iowa, proposed merger with First National Bank, Missouri Valley; and Citizens National Bank, Avoca, Iowa -- report on competitive factors. Submitted, November 18, 1996.

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

COMPETITIVE FACTORS REPORTS

Dallas	International Bank of Commerce, Laredo, Texas, proposed purchase of the assets and assumption of the liabilities of branches at 200 East Mulberry, Angleton; 1206 North Brazosport Boulevard, Freeport; 212 That Way, Lake Jackson; 4601 Avenue H, Suite 1, Rosenberg; and 2501 Palmer Highway, Texas City, Texas, of Bank of America Texas, N.A., Irving, Texas -- report on competitive factors. Submitted, November 21, 1996.
Dallas	Norwest Bank Texas, Kelley Field, N.A., San Antonio, Texas, proposed merger with Norwest Bank Texas, South, N.A. -- report on competitive factors. Submitted, November 19, 1996.
St. Louis	Omni Bank, Pontoon Beach, Illinois, proposed merger with OFC Interim Bank, Pontoon Beach, Illinois -- report on competitive factors. Submitted, November 21, 1996.
Dallas	Secured Trust Bank, Tyler, Texas, proposed purchase of assets and assumption of liabilities of a branch of Bank of America Texas, N.A., Irving, Texas, at 1909 South Broadway -- report on competitive factors. Submitted, November 19, 1996.
St. Louis	Security Bank of Amory, Amory, Mississippi, proposed merger with Amory Interim Bank -- report on competitive factors. Submitted, November 19, 1996.
Dallas	Texas Bank, Weatherford, Texas, proposed acquisition of the assets and assumption of the liabilities of eleven branches of Bank of America Texas, N.A., Irving, Texas -- report on competitive factors. Submitted, November 20, 1996.
Atlanta	United Bank of Pike, Zebulon, Georgia, proposed merger with United Bank, Barnesville, Georgia -- report on competitive factors. Submitted, November 20, 1996.

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

COMPETITIVE FACTORS REPORTS

Atlanta	United Bank of Pike, Zebulon, Georgia, proposed merger with United Bank of Griffin, Griffin, Georgia -- report on competitive factors. Submitted, November 20, 1996.
Secretary	U.S. Savings Bank of Washington, Bellingham, Washington, proposed merger with U.S. Bank of Washington, N.A., Seattle, Washington -- report on competitive factors. Submitted, November 21, 1996.
San Francisco	Washington Trust Bank, Spokane, Washington, proposed merger with Northern State Bank, Coeur d'Alene, Idaho -- report on competitive factors. Submitted, November 21, 1996.

EXTENSIONS OF TIME

Boston	Assabet Valley Bancorp, Hudson, Massachusetts -- extension to acquire Hudson Savings Bank. Granted, November 22, 1996.
New York	Investors Bancorp MHC, Millburn, New Jersey, and Investors Bancorp, Inc. -- extension to January 15, 1997, to acquire Investors Savings Bank. Granted, November 21, 1996.
	Macon Bancorp, Franklin, North Carolina -- extension to February 28, 1997, to acquire Macon Savings Bank, SSS, Franklin, North Carolina. Granted, November 20, 1996.

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

EXTENSIONS OF TIME

Richmond	NationsBank, N.A., Charlotte, North Carolina -- extension to May 19, 1997, to establish a branch in Seoul, Korea. Granted, November 20, 1996.
Atlanta	ONB Financial Services, Inc., Ocala, Florida -- extension to February 22, 1997, to acquire Ocala National Bank. Granted, November 22, 1996.
Boston	UFS Bancorp, Whitinsville, Massachusetts -- extension to acquire Unibank For Savings. Granted, November 19, 1996.

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ADDITIONS AND CORRECTIONS

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES

Truth in Lending -- report to the Congress on whether
existing rules provide adequate protections for
consumers obtaining home-equity credit.
Approved, November 7, 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

BostonFed Bancorp, Inc., Burlington, Massachusetts - 3(a)(1)/4(c)(8) application to acquire Broadway Capital Corp., Chelsea, MA and to retain Boston Federal Savings Bank, Burlington, Massachusetts*	<u>Newspaper</u>	12-19-96
	<u>Federal Register</u>	12-20-96

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application Comment Period Ending Date

NONE

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

Application

NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution Examination Date Rating**

NONE

*Subject to CRA.

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

FEDERAL RESERVE BANK OF NEW YORK

**Comment Period
Ending Date**

SECTION I

**Applications Subject to Newspaper
Notice Only**

None.

SECTION II

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

None.

SECTION III

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

The Fuji Bank, Ltd., Tokyo, Japan, to engage through its subsidiary, Heller Financial, Inc., Chicago, Illinois, in community development activities.

12/10/96

Bayerische Vereinsbank, Munich, Germany, to engage through its subsidiary, VB Risk Management Products Inc., New York, New York, in certain swaps-related activities.

N/A

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 November 23, 1996

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

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

FEDERAL RESERVE BANK OF PHILADELPHIA

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

NONE

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

Susquehanna Bancshares, Inc., Lititz, PA to acquire Atcorp, Inc., Mariton, NJ and its wholly-owned subsidiary, Equity National Bank, Atco, NJ, Farmers Banc Corp, Mullica Hill, NJ and Farmers National Bank, Mullica Hill, NJ, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Newspaper comment period expires:	N/Avail
Federal Register comment period expires:	N/Avail

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

NONE

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

NONE

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending November 22, 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 23, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received Section 3(a)(1) notice from Communibanc Corp., *November 30, 1996
Napoleon, Ohio on November 19, 1996, to acquire
The Henry County Bank, Napoleon, Ohio.

Received notice from The Independent State Bank of Ohio, *December 4, 1996
Columbus, Ohio, on November 21, 1996, of its intent to
relocate its main office from 67 Pheasantview Court, Columbus,
Ohio, to 1182 Claycraft Road, Gahanna, Ohio.

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

Received Section 3(a)(5) application from First & Farmers *N:December 14, 1996
Bancshares, Inc, Somerset, Kentucky on November 22, 1996,
to acquire Cumberland Bancorp, Inc., Burkesville, Kentucky.

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

(November 22, 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 22, 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 CLEVELAND
P. O. Box 6387
Cleveland, Ohio 44101-1387**

**CRA Examinations Scheduled
First Quarter 1997**

Examinations may have to be rescheduled during the calendar quarter in which they are designed to begin. If an institution's examination is rescheduled for a date later than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received as a result of either the first publication or subsequent publications will be considered during the examination.

Fifth Third Bank
38 Fountain Square Plaza
Cincinnati, OH 45263

The State Bank and Trust Company
401 Clinton Street
Defiance, OH 43512

Citizens Commercial Bank & Trust Company
225 N. Main Street
Celina, OH 45822-2201

Heartland Bank
12 N. Main Street
Croton, OH 43013

The Commercial Bank
230 E 2nd Street
Delphos, OH 45833

Sabina Bank
135 N. Howard Street
Sabina, OH 45169-1152

Somerset Trust Company
151 W. Main Street
Somerset, PA 15501-0777

Farmers Bank & Savings Company
211 W. 2nd Street
Pomeroy, OH 45769-1037

Apollo Trust Co.
201 N. Warren Avenue
Apollo, PA 15613-0247

The Exchange Bank
235 Main Street
Luckey, OH 43443

The Savings Bank and Trust Company
101 W. Market Street
Orrville, OH 44667-0240

The Croghan Colonial Bank
323 Croghan Street, Box C
Fremont, OH 43420-0557

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Highlands Union Bank, Abingdon, Virginia, to establish a branch at 1425 North Main Street, Marion, Virginia.*	12-5-96
F & M Bank-Martinsburg, Martinsburg, West Virginia, to establish a branch at 704 Foxcroft Avenue North, Martins- burg, West Virginia.*	12-16-96

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

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

Section III - Applications Subject to Federal Register Notice

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

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

Application

First Union National Bank of North
Carolina, Charlotte, North Carolina,
to organize an Agreement Corporation
to be known as First Union Overseas
Investment Corporation, Charlotte,
North Carolina.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending November 22, 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 - Highlands 450 West Main Street Covington, Virginia 24426-1554	7-8-96	Satisfactory
F & M Bank-Martinsburg 131 South Queen Street Martinsburg, West Virginia 25401	8-19-96	Outstanding
The Pleasants County Bank 323 2nd Street St. Marys, West Virginia 26170	8-20-96	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending November 22, 1996

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
SunTrust Bank Atlanta, Georgia To establish a branch located at 113 Joel Cowan Highway, Peachtree City, Georgia.	11-02-96*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Th Bancshares, Inc. Jennings, Louisiana 1-BHC formation, Th Bank, Jennings, Louisiana.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

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

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

<u>Application</u>
Citizens Community Bancorp, Inc. Marco Island, Florida To engage in making, acquiring, or servicing loans or other extensions of credit, pursuant to Section 225.25(b) (1) of Regulation Y and Section 4(c) (8) of the Bank Holding Company Act.
Button Gwinnett Financial Corp. Lawrenceville, Georgia Commitment waiver request.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending November 22, 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>
Farmers and Merchants Bank Post Office Box 220 Centre, Alabama 35960 (205)927-3691	Satisfactory	08-12-96

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending November 22, 1996

Recently Approved Applications

Approval Date

None.

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch	Lake Forest Bank & Trust Company Lake Forest, Illinois 911 South Telegraph Road Lake Forest, Illinois	NP - 12-5-96
Branch	First American Bank Carpentersville, Illinois 80 Stratford, Square Bloomington, Illinois	NP - 12-4-96
Branch	First American Bank Carpentersville, Illinois 33 South Rand Road Lake Zurich, Illinois	NP - 12-4-96
3(a)(1) Notice	St. Cloud Bancshares, Inc. St. Cloud, Wisconsin State Bank of St. Cloud St. Cloud, Illinois	NP - 11-20-96
Branch	First American Bank of Kankakee Kankakee, Illinois 6200 West 95th Street Oak Lawn, Illinois	NP - 11-29-96
Branch	First American Bank Joliet, Illinois U.S. Route 30 and Mall Loop Drive Joliet, Illinois	NP - 12-4-96

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)(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 - 11-25-96
3(a)(1)	Sun Community Bancorp, Ltd.* Tucson, Arizona Bank of Tucson Tucson, Arizona	FR - ** NP - **
3(a)(1)	AmeriMark Financial Corporation.* Oak Brook, Illinois Duco Bancshares, Inc. Villa Park, Illinois Bank of Illinois in DuPage Villa Park, Illinois	FR - 12-20-96 NP - 12-16-96
3(a)(1)	Barker Brothers, Inc.* Springfield, Illinois Middletown Bancorp, Inc. Middletown, Illinois Middletown State Bank Middletown , Illinois Latham Bancorp, Inc. Latham, Illinois State Bank of Latham Latham, Illinois	FR - 12-13-96 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 - 11-25-96
CoC-HC	MWA Bancorporation Estherville, Iowa By Greg J. Currell	FR - 12-03-96 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 - 11-22-96
3(a)(1)	Pineries Bankshares, Inc.* Stevens Point, Wisconsin Mattoon State Bank Mattoon, Wisconsin	FR - 12-19-96 NP - 12-15-96
CoC-HC	Community Central Bank Corporation Mount Clemens, Michigan By Willard G. Pierce	FR - 12-12-96 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)	Columbus Bancorp, Inc.* Indianapolis, Indiana Salin Bank and Trust Company Indianapolis, Indiana	FR - 11-1-96 NP - 11-22-96
3(a)(3)	Old Kent Financial Corporation* Grand Rapids, Michigan Old Kent Bank, National Association (in organization) Jonesville, Michigan	FR - 12-20-96 NP - **
3(a)(3)	Beaman Bancshares, Inc.* Beaman, Iowa Producers Savings Bank Green Mountain, Iowa	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>Ending Date</u>
3(a)(3)	F & M Bancorporation, Inc.* Kaukauna, Wisconsin Green County Bank Brodhead, Wisconsin	FR - 11-18-96 NP - 11-18-96
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 - 11-29-96
3(a)(3)	Panhandle Aviation, Inc.* Carinda, Iowa National Bank of Iowa Danison, Iowa	FR - 12-03-96 NP - **
3(a)(1)	Mound City Financial Services, Inc.* Platteville, Wisconsin Mound City Bank Platteville, Wisconsin	FR - 12-06-96 NP - **
3(a)(1)	Independent Bancorp., Limited* Little Chute, Wisconsin Bank of Little Chute Little Chute, Wisconsin	FR - 12-09-96 NP - 12-05-96
3(a)(5)	Associated Banc-Corp.* Green Bay, Wisconsin Centra Financial, Inc. West Allis, Wisconsin Central Bank West Allis, Wisconsin	FR - 12-20-96 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)	AmeriMark Financial Corporation Oak Brook, Illinois Banill Corporation Villa Park, Illinois	FR - 12-20-96
4(c)(8)	Heartland Financial USA, Inc. Dubuque, Iowa Tri-State Community Credit Corp. Dubuque, Iowa	FR - 12-13-96

Federal Reserve Bank of Chicago

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

Type

Application

ROS

Bankers Trust Company

Des Moines, Iowa

to redeem \$2 million in noncumulative preferred stock

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 22, 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

The Ripley County Bank
420 South Buckeye
Osgood, Indiana 47037-0176
(812) 689-4202

8/13/96

O

Citizens First State Bank of Walnut
105 North Main Street
Walnut, Illinois 61376-0579
(815) 379-2141

8/07/96

S

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING NOVEMBER 22, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
* Section 9 application by Cass Bank & Trust Company, St. Louis, Missouri, to relocate its main office from 3636 Geyer Road, St. Louis, Missouri, to 13001 Hollenberg Road, Bridgeton, Missouri.	11-25-96
* Section 3(a)(1) notification by Bankshares of Fayetteville, Inc., Fayetteville, Arkansas, to acquire The Bank of Fayetteville, N.A., Fayetteville, Arkansas.	11-26-96

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

<u>Application</u>	<u>End of Comment Period</u>
* Section 3(a)(1) application by Community State Bancshares, Inc., Shelbina, Missouri, to acquire Community State Bank, Shelbina, Missouri.	Newspaper: 12-20-96
Change in control notification involving Rosedale First National Corporation, Rosedale, Mississippi, by Henry McCaslin, Jr., Bennie B. Wright, Jr., and Acme Investment Company.	N/A

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

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

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

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

* This application/notification is subject to CRA.

FEDERAL RESERVE BANK OF ST. LOUIS

FOR THE WEEK ENDING NOVEMBER 22, 1996

SECTION V - 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.

Name of Bank	Bank Address	Examination Date	Examination Rating
State Bank of Farina	Farina, Illinois	8/21/96	Satisfactory
Peoples Bank & Trust	Greensburg, Kentucky	8/5/96	Satisfactory

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

Application

Comment Period
Ending Date

Crow River State Bank, Delano, Minnesota,
to establish a branch in Mound, Minnesota. *

December 4, 1996

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

Comment Period
Ending Date

Walker Ban Co., Walker, Minnesota, for prior approval to
acquire 100% of the voting shares of the Pequot Area
Bancorporation, Inc., Pequot Lakes, Minnesota. *

December 12, 1996
(Federal Register)

Michael and Cindy Schneider to acquire control of 100% of
the voting shares of Elkton Bancshares, Inc., Elkton, Minnesota.

December 6, 1996
(Federal Register)

Otto Bremer Foundation and Bremer Financial Corporation, both
of St. Paul, Minnesota for prior approval to acquire 100% of
the voting shares of the First American Bank, N.A., Moorhead,
Minnesota. *

December 23, 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

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section IV - Applications Not Subject to
Federal Register Notice or Newspaper Notice

Application

Underwood Bancshares, Inc., Underwood, Minnesota,
to redeem 50.2% of its voting shares.

Security State Bancshares of Bemidji, Inc., Bemidji, Minnesota,
to redeem 100% of its preferred shares.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section V - Availability of
CRA Public Evaluations
week ending November 22, 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.

<u>BANK(S) EXAMINED</u>	<u>DATE OF EXAMINATION</u>	<u>CRA RATING</u>
Citizens State Bank P.O. Box 378 Arlington, SD 57212-0378 (605) 983-5594	August 12, 1996	Outstanding

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

Front Range Bancshares, Inc., Lakewood, Colorado,
for prior approval to become a bank holding company
through the acquisition of at least 80 percent of the
voting shares of Front Range Bank, Lakewood,
Colorado, a de novo bank.*

December 20, 1996

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>
First State Bank of Hotchkiss P.O. Box 38 Hotchkiss, Colorado 81419-0038	08/24/96	11/19/96	Outstanding

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF NOVEMBER 18, 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

96/11/09

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

96/11/09

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

(Previously reported during the week of 9-30-96)

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

APPLICATION

**** NOTICE EXP**

*Section 3(a)(3) application by First Pecos Bancshares, Inc., Midland, TX, to acquire First National Bank of Fort Stockton, Fort Stockton, TX	N/A
*Section 3(a)(3) application by Central Texas Bankshare Holdings, Inc., Columbus, TX, to acquire Hill Bancshares Holdings, Inc., Weimar, TX, Hill Bancshares, Inc., Wilmington, DE, and Hill Bank & Trust Company, Weimar, TX	96/12/16
*Section 3(a)(3) application by Colorado County Investment Holdings, Inc., Wilmington, DE, to acquire Hill Bancshares Holdings, Inc., Weimar, TX, Hill Bancshares, Inc., Wilmington, DE, and Hill Bank & Trust Company, Weimar, TX	96/12/16
Change in Control Notice by James R. Bruton, De Leon, TX, to acquire an interest in F&M Bancshares, Inc., De Leon, TX (Previously reported during the week of 11-11-96)	96/12/11
*Section 3(a)(1) application by Hickory Hill Bancshares, Inc., Avinger, TX, to acquire Hickory Hill Delaware Financial Corporation, Dover, DE, and The First State Bank of Avinger, Avinger, TX	N/A
*Section 3(a)(1) application by Hickory Hill Delaware Financial Corporation, Dover, DE, to acquire The First State Bank of Avinger, Avinger, 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 NOVEMBER 18, 1996

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to Improve record of meeting community credit needs.

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

Substantial Noncompliance in meeting community credit needs.

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

<u>Bank</u>	<u>Date of Examination</u>	<u>CRA Rating</u>
None.		

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 11/22/96

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Towne Bancorp, Inc., to become a bank holding company by acquiring Towne Bank, both of Woodinville, Washington. *	<u>Newspaper:</u> 12/03/96
Silicon Valley Bank, Santa Clara, California, to convert an existing loan production office into a branch office, located at 5414 Oberline Drive, San Diego, California. *	<u>Newspaper:</u> 12/02/96

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

Great Basin Financial Corporation, Elko, Nevada, to become a bank holding company by acquiring Great Basin Bank of Nevada, Elko, Nevada. *	<u>Newspaper:</u> Not available
	<u>Fed. Reg.:</u> 12/19/96

Section III - Applications Subject to Federal Register Only

None

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

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 11/22/96

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during this week. Information about a particular institution's CRA evaluation may be obtained directly from the institution.

<u>Institution</u>	<u>Location</u>	<u>Examination Date</u>	<u>Rating*</u>
None			

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

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

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

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

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

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