
Federal Reserve Release



H.2

Actions of the Board, Its Staff, and the Federal Reserve Banks: Applications and Reports Received

***No. 38
Week Ending September 20, 1997***

Board of Governors of the Federal Reserve System, Washington, DC 20551

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

Issues concerning offline debit cards or check cards that can be used without security codes -- statement by Governor Meyer before the Subcommittee on Financial Institutions and Consumer Credit of the House Committee on Banking and Financial Services, September 24, 1997.

- Authorized, September 19, 1997

Payments system and the role of the Federal Reserve -- statement by Vice Chair Rivlin before the Subcommittee on Domestic and International Monetary Policy of the House Committee on Banking and Financial Services, September 16, 1997.

- Published, September 17, 1997

BANK HOLDING COMPANIES

BankAmerica Corporation, San Francisco, California -- to acquire Robertson, Stephens & Company Group, L.L.C., and all of the subsidiaries and affiliates of the Robertson Group and Robertson Stephens Co., and engage in financial and investment advisory, securities brokerage, private placement, and riskless principal activities, and underwriting and dealing in government obligations.

- Permitted, September 17, 1997

Barnett Banks, Inc., Jacksonville, Florida -- to acquire First of America Bank - Florida, FSB, Tampa, Florida, and engage in operating a savings association.

- Approved, September 15, 1997

BB&T Corporation, Winston-Salem, North Carolina -- to acquire Craigie Incorporated, Richmond, Virginia, and engage in underwriting and dealing in, to a limited extent, debt and equity securities, lending activities, leasing services, financial and investment advisory services, securities brokerage, and underwriting and dealing in government obligations.

- Permitted, September 17, 1997

New Prague Bancshares, Inc., New Prague, Minnesota -- to acquire Community Security Bank.

- Approved, September 15, 1997

BANKS, FOREIGN

Sudwestdeutsche Landesbank Girozentrale, Stuttgart and Mannheim, Germany -- to establish a branch in New York, New York.

- Approved, September 17, 1997

September 14, 1997 to September 20, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BOARD OPERATIONS

Division of Banking Supervision and Regulation -- reorganization with promotion of Herbert A. Biern and Roger T. Cole to Associate Director; promotion of James V. Houpt, Jr., Gerald A. Edwards, Jr., Molly S. Wassom, Stephen Hoffman, Jr., Michael G. Martinson, Sidney M. Sussan, and Jack P. Jennings to Deputy Associate Director; appointment of Norah M. Barger, Mary Cross, and Richard A. Small to the position of Assistant Director; and transfer of William A. Ryback to Associate Director for Supervision.
- Approved, September 15, 1997

Division of International Finance -- reorganization with appointment of Lewis Alexander as Associate Director; promotion of Karen H. Johnson and Peter Hooper III to Associate Director; and reassignment of Thomas Connors, Assistant Director, with a change in title to Senior Adviser to Charles Siegman and Larry Promisel.
- Approved, September 15, 1997

CHANGE IN BANK CONTROL

First Bankshares, Inc., Longwood, Florida -- change in bank control.
- Permitted, September 17, 1997

FORMS

Recordkeeping Requirements Associated with the Board's Appraisal Standards for Federally Related Transactions -- extension for three years, without revision.
- Proposed, September 18, 1997

REGULATIONS AND POLICIES

Basle Committee on Banking Supervision -- modified amendment to the Capital Accord to incorporate market risk, effective January 1, 1998.
- Announced, September 19, 1997

ENFORCEMENT

Skandinaviska Enskilda Banken, Stockholm, Sweden, its New York branch and New York State-chartered Article XII corporation -- joint issuance with the New York State Banking Department of a consent order, and an order of assessment of a civil money penalty against the bank and its New York branch and Article XII corporation.
- Announced, September 17, 1997

H.2

September 14, 1997 to September 20, 1997

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; RBOPS - Reserve Bank Operations and Payment Systems; IF - International Finance; OSDM - Office of Staff Director for Management

BANK BRANCHES, DOMESTIC

Chicago

Bloomington Bank and Trust, Bloomington, Illinois -- to establish a branch at the southeast corner of Arlington Heights Road and Pierce Road, Itasca, Illinois.
- Approved, September 15, 1997

Chicago

Citizens Bank & Trust Company, Hudson, Iowa -- to establish a branch at 209 West 5th Street, Waterloo, Iowa.
- Approved, September 17, 1997

Richmond

First Community Bank, Inc., Buckhannon, West Virginia -- to establish a branch in the Wal-Mart store on U.S. Route 119.
- Approved, September 15, 1997

Chicago

Valley Ridge Bank, Kent City, Michigan -- to establish a branch at 47th South Charles Street, White Cloud, Michigan.
- Approved, September 17, 1997

BANK HOLDING COMPANIES

San Francisco

1867 Western Financial Corporation, Stockton, California -- to acquire shares of Capital Corp of the West, Merced, California.
- Approved, September 18, 1997

1867 Western Financial Corporation, Stockton, California -- to engage in operating an industrial loan company and providing credit life insurance through Town and Country Finance and Thrift Company, Turlock, California.
- Permitted, September 18, 1997

1867 Western Financial Corporation, Stockton, California -- to engage in management consulting and furnishing investment advice through Capital West Group, Inc., Merced, California.
- Permitted, September 18, 1997

September 14, 1997 to September 20, 1997

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

New York

Albank Financial Corporation, Albany, New York -- to acquire Albank Commercial and to retain Albank, FSB Albany, a Federal savings association.
- Approved, September 17, 1997

Dallas

Bay Bancshares, Inc., La Porte, Texas -- request for waiver of application to acquire Texas Bank, Baytown, Texas, and First Bank of Deer Park, Deer Park, Texas.
- Granted, September 19, 1997

Richmond

Calvin B. Taylor Bankshares, Inc., Berlin, Maryland -- to acquire Calvin B. Taylor Bank of Delaware, Ocean View, Delaware.
- Approved, September 19, 1997

Richmond

Carolina First Corporation, Greenville, South Carolina -- to acquire First Southeast Financial Corporation, Anderson, South Carolina.
- Approved, September 19, 1997

St. Louis

CB&T Bancshares, Inc., Marks, Mississippi -- to acquire Citizens Bank & Trust Company.
- Approved, September 15, 1997

San Francisco

Citizens Bancorp, Agana, Guam -- to acquire Citizens Security Bank (Guam), Inc., Agana, Guam.
- Approved, September 18, 1997

Cleveland

Citizens National Corporation, Paintsville, Kentucky -- to acquire Josephine Bancshares, Prestonburg, Kentucky.
- Approved, September 15, 1997

St. Louis

Community Financial Corp., Olney, Illinois -- to acquire Mid-America Bank of St. Clair County, O'Fallon, Illinois.
- Approved, September 18, 1997

September 14, 1997 to September 20, 1997

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

Philadelphia

CoreStates Financial Corp., Philadelphia, Pennsylvania -- to engage in automated teller machine and point-of-sale activities on a worldwide basis through Electronic Payment Services, Inc., Wilmington, Delaware.
- Permitted, September 18, 1997

San Francisco

CPB, Inc., Honolulu, Hawaii -- to acquire shares of Trans-Pacific Mortgage Group LLC, a joint venture with Source Management LLC, and engage in mortgage lending activities.
- Permitted, September 16, 1997

Kansas City

Devonshire Investment Company, Bethany, Oklahoma -- to engage de novo in management consulting and counseling activities through a wholly-owned subsidiary.
- Permitted, September 18, 1997

Chicago

First State Bancorp of Monticello, Inc. Employee Stock Ownership Plan -- to acquire shares of First State Bancorp of Monticello, Inc., Monticello, Illinois, and thereby acquire First State Bank of Monticello; State Bank of Hammond, Hammond; First State Bank of Bloomington, Bloomington; First State Bank of Heyworth, Heyworth; and First State Bank of Atwood, Atwood, Illinois.
- Approved, September 17, 1997

Chicago

Heartland Bancshares, Inc., Franklin, Indiana -- to acquire Heartland Community Bank.
- Approved, September 17, 1997

General Counsel

M.B. and I.M. Hampton Family Partnership, Ltd., Mt. Pleasant, Texas -- determination that it is a qualified family partnership under the Bank Holding Company Act.
- Granted, September 16, 1997

September 14, 1997 to September 20, 1997

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

Chicago

Midland Bancshares, Inc., Kincaid, Illinois -- to acquire The Midland Community Bank.
- Returned, September 15, 1997

General Counsel

NationsBank Corporation, Charlotte, North Carolina -- request for exemption from the tying limitations of the Bank Holding Company Act.
- Granted, September 19, 1997

Minneapolis

Norwest Corporation, Minneapolis, Minnesota -- to acquire International Bancorporation, Golden Valley, Minnesota.
- Approved, September 17, 1997

Norwest Corporation, Minneapolis, Minnesota -- to acquire through Norwest Investment Services, Inc., Des Moines, Iowa, the brokerage business of International Bancorporation's subsidiary banks.
- Approved, September 17, 1997

Cleveland

Peoples Financial Bancorp, Inc., Ford City, Pennsylvania -- to retain shares of Elderton State Bank, Elderton, Pennsylvania.
- Approved, September 18, 1997

New York

Prestige Financial Corporation, Flemington, New Jersey -- to engage de novo in securities brokerage and mutual fund sales activities through PFC Financial Services, Inc.
- Permitted, September 19, 1997

Atlanta

Regions Financial Corporation, Birmingham, Alabama -- to acquire Griffin Federal Savings Bank, Griffin, Georgia, and engage in operating a savings association.
- Permitted, September 18, 1997

September 14, 1997 to September 20, 1997

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

New York

Santander Holding Internacional, S.A., Madrid, Spain, and Santusa Holding, S.L. -- to acquire Banco Santander Puerto Rico, Hato Rey, Puerto Rico, and for Santander Holding and Santusa to retain interest in First Union Corporation, Charlotte, North Carolina, and The Royal Bank of Scotland Group, PLC, Edinburgh, Scotland.
- Approved, September 15, 1997

Director, BS&R

Stewardship Financial Corporation, Midland Park, New Jersey -- transfer agent registration.
- Approved, September 16, 1997

Minneapolis

Union Bancshares, Inc., Fargo, North Dakota -- to acquire Union State Bank of Fargo, Fargo, North Dakota.
- Approved, September 18, 1997

Director, BS&R

Valley Bancorp, Inc., Phoenix, Arizona -- request to modify a commitment in connection with application to acquire Valley Bank of Arizona.
- Granted, September 16, 1997

Secretary

Wachovia Corporation, Winston-Salem, North Carolina -- to merge with 1st United Bancorp, Boca Raton, Florida, and acquire 1st United Bank; and engage in securities brokerage activities through acquisition of Island Investment Services, Inc., Palm Beach, Florida.
- Approved, September 19, 1997

San Francisco

Western Holdings Bancorp, Los Altos, California -- to acquire Bank of Los Altos.
- Approved, September 17, 1997

BANK MERGERS

Philadelphia

First Sterling Bank, Devon, Pennsylvania -- to merge with Prime Bank, Philadelphia, Pennsylvania.
- Approved, September 17, 1997

September 14, 1997 to September 20, 1997

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

Philadelphia

Johnstown Bank and Trust Company, Johnstown, Pennsylvania -- to merge with Laurel Bank, Ebensburg; and Fayette Bank, Uniontown, Pennsylvania.
- Approved, September 17, 1997

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Atlanta

Provident Bank of Florida, Apollo Beach, Florida -- to exercise trust powers.
- Approved, September 17, 1997

CAPITAL STOCK

Dallas

G-6 Corporation, Mesquite, Texas -- redemption of shares.
- Approved, September 16, 1997

CHANGE IN BANK CONTROL

New York

Albank Financial Corporation, Albany, New York -- change in bank control.
- Permitted, September 17, 1997

Dallas

Citizens National Bank of Waxahachie Employee Stock Ownership Plan, Waxahachie, Texas -- change in bank control.
- Permitted, September 16, 1997

Chicago

First Business Bancshares, Inc., Madison, Wisconsin -- change in bank control.
- Permitted, September 17, 1997

Kansas City

Hooker National Bancshares, Inc., Hooker, Oklahoma -- change in bank control.
- Permitted, September 15, 1997

September 14, 1997 to September 20, 1997

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

COMPETITIVE FACTORS REPORTS

New York

Albank Commercial, Albany, New York -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of 35 branches of KeyBank National Association.
- Submitted, September 18, 1997

Secretary

Bank of Visalia, Visalia, California -- report on competitive factors of the proposed acquisition of assets and assumption of the liabilities of the Tipton and Woodlake, California, branches of Bank of America National Trust & Savings Association, San Francisco, California.
- Submitted, September 17, 1997

Secretary

Bank of America National Trust & Savings Association, San Francisco, California -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Miami, Florida, branch of BankAmerica International, Miami, Florida.
- Submitted, September 19, 1997

Cleveland

Bank of Winter Park, Winter Park, Florida -- report on competitive factors of the proposed merger with The Huntington National Bank, Columbus, Ohio.
- Submitted, September 18, 1997

Atlanta

Barnett Bank, N.A., Jacksonville, Florida -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of First of America Bank-FL, FSB, Tampa, Florida.
- Granted, September 16, 1997

San Francisco

Cascade Community Bank, Auburn, Washington -- report on competitive factors of the proposed merger with Columbia State Bank, Tacoma, Washington.
- Submitted, September 17, 1997

September 14, 1997 to September 20, 1997

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

Secretary

County Bank, Merced, California -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Dos Palos, Livingston, and Mariposa, California, branches of Bank of America National Trust & Savings Association, San Francisco, California.
- Submitted, September 18, 1997

Dallas

Crockett State Bank, Crockett, Texas -- report on competitive factors of the proposed merger with First National Bank of Huntsville, Huntsville, Texas.
- Submitted, September 16, 1997

Chicago

Dickinson County Savings Bank, Milford, Iowa -- report on competitive factors of the proposed merger with United Community Bank, Hartley, Iowa.
- Submitted, September 16, 1997

St. Louis

Farmers Bank & Trust Company, Magnolia, Arkansas -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of four Camden, Arkansas, branches of NationsBank, N.A., Charlotte, North Carolina.
- Submitted, September 17, 1997

Atlanta

Farmers Bank, Portland, Tennessee -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Portland, Tennessee, branch of First Union National Bank, Charlotte, North Carolina, and to establish a branch.
- Submitted, September 17, 1997

Chicago

First Federal Savings Bank of Marion, Marion, Indiana -- report on competitive factors of the proposed purchase of assets and assumption of the liabilities of the Gas City branch of NBD Bank, N.A.
- Submitted, September 15, 1997

September 14, 1997 to September 20, 1997

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

Richmond

First National Exchange Bank, Roanoke, Virginia -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of four branches of First National Bank of Rocky Mount, Rocky Mount, Virginia.

- Submitted, September 18, 1997

Dallas

First Victoria National Bank, Victoria, Texas -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of a branch at 421 Green Avenue, Taft, Texas.

- Submitted, September 16, 1997

Dallas

First-Nichols National Bank, Kenedy, Texas -- report on competitive factors of the proposed merger with First-Nichols Interim National Bank.

- Submitted, September 15, 1997

Boston

Fleet Bank (Delaware), N.A., Wilmington, Delaware -- report on competitive factors of the proposed merger with Fleet Bank (RI), N.A., Providence, Rhode Island.

- Submitted, September 19, 1997

Boston

Fleet Bank, Albany, New York -- report on proposed merger with Fleet National Bank, Springfield, Massachusetts.

- Submitted, September 19, 1997

Cleveland

Geauga Savings Bank, Newbury, Ohio -- report on competitive factors of the proposed merger with Geauga Interim Savings Bank.

- Submitted, September 18, 1997

St. Louis

Guaranty Bank and Trust Company, Belzoni, Mississippi -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Indianola, Mississippi, branch of Magnolia Federal Bank For Savings, Hattiesburg, Mississippi.

- Submitted, September 18, 1997

September 14, 1997 to September 20, 1997

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

Chicago

Home Bank, SB, Martinsville, Indiana -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Martinsville, branch of NBD Bank, N.A., Indianapolis, Indiana.
- Submitted, September 15, 1997

Dallas

International Bank of Commerce, Laredo, Texas -- report on competitive factors of the proposed merger with University Bank, Houston, Texas.
- Submitted, September 16, 1997

Chicago

Lake City Bank, Warsaw, Indiana -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Huntington, Indiana, branch of NBD Bank, N.A., Indianapolis, Indiana.
- Submitted, September 15, 1997

San Francisco

Los Padres Savings Bank, FSB, Solvang, California -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Ojai and Solvang, California, branches of Home Savings of America, FSB Irwindale, California.
- Submitted, September 19, 1997

Chicago

Midland Community Bank, Kincaid, Illinois -- report on competitive factors of the proposed merger with Kincaid Interim Bank.
- Submitted, September 17, 1997

Dallas

Norwest Bank Texas, South, N.A., San Antonio, Texas -- report on competitive factors of the proposed merger with Norwest Bank Texas, North Central, Fort Worth, Texas.
- Submitted, September 15, 1997

Atlanta

Peoples Bank, Mendenhall, Mississippi -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Collins, branch of Magnolia Federal Bank for Savings, Hattiesburg, Mississippi.
- Submitted, September 17, 1997

September 14, 1997 to September 20, 1997

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

Chicago

Stephenson National Bank and Trust, Marinette, Wisconsin -- report on competitive factors of the proposed merger with The Stephenson National Bank, Menominee, Michigan.

- Submitted, September 17, 1997

Dallas

Sterling Bank, Houston, Texas -- report on competitive factors of the proposed merger with Houston National Bank.

- Submitted, September 16, 1997

Chicago

Sturgis Bank & Trust Company, FSB, Sturgis, Michigan -- report on competitive factors of the proposed purchase of the Bronson and Constantine branches of KeyBank, National Association, Cleveland, Ohio.

- Submitted, September 17, 1997

Chicago

Union National Bank and Trust Company of Elgin, Elgin, Illinois -- report on competitive factors of the proposed merger with Interim National Bank of Elgin.

- Submitted, September 17, 1997

EXTENSIONS OF TIME

Boston

Bank of Boston Corporation, Boston, Massachusetts -- extension to establish a branch in Shanghai, China.

- Granted, September 18, 1997

Dallas

Central Texas Bankshare Holdings, Inc., Columbus, Texas -- extension to December 26, 1997, to acquire Hill Bancshares Holdings, Inc., Weimar, Texas, Hill Bancshares, Inc., Wilmington, Delaware, and Hill Bank & Trust Company, Weimar, Texas.

- Granted, September 17, 1997

Richmond

First Citizens BancShares, Inc., Raleigh, North Carolina -- extension to October 19, 1997, to acquire First Savings Financial Corp., Reidsville, North Carolina.

- Granted, September 17, 1997

September 14, 1997 to September 20, 1997

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

Boston

NMBT Corp., New Milford, Connecticut -- extension to acquire The New Milford Bank and Trust Company.
- Granted, September 16, 1997

San Francisco

Wells Fargo & Company, San Francisco, California -- extension to divest certain property.
- Granted, September 19, 1997

MEMBERSHIP

Chicago

F&M Bank-Prairie du Chien, Prairie du Chien, Wisconsin -- to become a member of the Federal Reserve System.
- Approved, September 17, 1997

RESERVE BANK SERVICES

Director RBOPS

National Check Exchange -- request to provide net settlement services to depository institutions that participate in NCE and that utilize the New York Clearing House Association as agent for the services.
- Granted, September 19, 1997

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

BANK HOLDING COMPANIES

San Francisco

Columbia Banking System, Inc., Tacoma, Washington -- request for waiver of application in connection with the proposed merger of Cascade Bancorp, Inc., Auburn, California, and Cascade Community Bank with Columbia State Bank.
- Granted, September 2, 1997

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>Application</u>	<u>Comment Period Ending Date</u>
NONE	

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

<u>Application</u>	<u>Comment Period Ending Date</u>
SIS Bancorp, Inc., Springfield, Massachusetts - section 3(a)(3) notification to acquire Glastonbury Bank and Trust Company, Glastonbury, Connecticut*	<u>Newspaper</u> 10-16-97 <u>Federal Register</u> 10-16-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<u>Application</u>	<u>Comment Period Ending Date</u>
Mutual Bancorp of the Berkshires, Inc., Pittsfield, Massachusetts - 4(c)(8) notification to engage in trust company and community development activities	<u>Federal Register</u> 10-10-97

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

<u>Application</u>
NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

<u>Institution</u>	<u>Examination Date</u>	<u>Rating**</u>
	NONE	

SECTION VI - APPLICATIONS BULLETIN

Effective April 21, 1997, information regarding the comment periods associated with applications and notices submitted to the Federal Reserve Bank of Boston for processing under section 3 and 4(c)(8) of the Bank Holding Company Act of 1956, as amended, will be available 24 hours a day by calling the following toll-free number 1-800-896-9480.

*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**

Bank of New York, New York, New York, to establish a branch at
113 West Essex Street, Maywood, New Jersey. 1/

10/10/97

SECTION II

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

None.

SECTION III

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

None.

SECTION IV

**Applications Not Involving
Public Comment**

None.

SECTION V

Availability of CRA Public Evaluations

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Week Ending September 20, 1997

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

Sterling Bank, Mount Laurel, NJ, to establish a branch in Mount Laurel Township, Burlington, NJ, pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: 10/5/97

Community Bank and Trust Company, Forest City, PA, to acquire certain assets and assure deposit liabilities associated with two branch offices of First Union National Bank, Charlotte, NC, pursuant to Section 18(c) of the Federal Deposit Insurance Act.

Newspaper comment period expires: N/Avail

Summit Bank, Bethlehem, PA seeks to become a member of the Federal Reserve System pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: N/Avail

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

Penn Woods, Williamsport, PA, to acquire up to 10 percent of Columbia Financial Institution, Bloomsburg, PA, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Newspaper comment period expires: 10/11/97
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

Keystone Financial, Inc., Harrisburg, PA request relief of commitments made in connection with the Federal Reserve's 1995 approval of Keystone's application to acquire Martindale Andres Company, Inc., West Conshohocken, PA, and thereby engage in investment advisory activities.

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

Corestates Financial Corp., Philadelphia, PA to engage, through Electronic Payment Services, Inc., Wilmington, DE, in automated teller machine and point-of-sale activities on a world-wide basis, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.28(b)(14) of Regulation Y.

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 September 19, 1997.

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/Location

Examination Date

CRA Rating

NONE

NONE

NONE

SECTION VI - CRA EXAM SCHEDULE

NONE

SECTION VII - APPLICATIONS APPROVED

Johnstown Bank and Trust Company, Johnstown, PA to merge with Laurel Bank, Ebensburg, PA, and Fayette Bank, Uniontown, PA pursuant to Sections 18(c) and 5(d)(3) of the Federal Deposit Insurance Act

Approved: 9/17/97

First Sterling Bank, Devon, PA, to effect a merger with Prime Bank, Philadelphia, PA, pursuant to Section 5(d)(3) of the Federal Deposit Insurance Act and to establish branches incident thereto, pursuant to Section 9 of the Federal Reserve Act.

Approved: 9/17/97

Corestates Financial Corp., Philadelphia, PA, to engage, through Electronic Payment Services, Inc., Wilmington, DE, in automated teller machine and point-of-sale activities on a world-wide basis, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.28(b)(14) of Regulation Y.

Approved: 9/18/97

District
Federal Reserve Bank of Cleveland
Applications and notifications filed during the week ending 9/20/97

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
	NONE	

Footnotes

Section II - Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
	NONE	

Footnotes

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
	NONE	

Footnotes

Section IV - Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
	NONE	

Footnotes

Section V - Availability of CRA public evaluations

Description of the CRA Goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA.:

Outstanding
Satisfactory
Needs to Improve
Substantial noncompliance

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
576710	<i>The Ohio Bank 236 Main Street Findlay, OH 45840</i>	6/02/97	9/8/97	Satisfactory
368522	<i>Apollo Trust Company 201 North Warren Avenue Apollo, PA 15613</i>	6/30/97	9/9/97	Satisfactory

Footnotes

Section VI - CRA examinations scheduled for Fourth Quarter of 1997

<i>Institution</i>	<i>Location</i>
Andover Bank	P.O. Box 1300, Public Square, Andover, OH 44003-1300
Bank of Corning Company	P.O. Box 428, N. Valley Street, Corning, OH 43730-0428
Commercial & Savings Bank Co.	P.O. Box 50, 701 S. Market Street, Danville, OH 43014-0050
Fifth Third of Northeastern Ohio	1404 E. Ninth Street, Cleveland, OH 44114
Genoa Banking Company	P.O. Box 98, 801 Main Street, Genoa, OH 43430-0098
Hamler State Bank	P.O. Box 358, 210 Randolph Street, Hamler, OH 43524-0358
Hocking Valley Bank	P.O. Box 4847, 7 W. Stimson, Athens, OH 45701-4847
The Citizens Banking Company	P.O. Box 5016, 100 E. Water Street, Sandusky, OH 44871-5016
The Corn City State Bank	P.O. Box 197, 120 W. Main Street, Deshler, OH 43516-0197
The Cortland Savings & Banking Co.	P.O. Box 98, 194 W. Main Street, Cortland, OH 44410-0098
The Custar State Bank	P.O. Box 127, Main Street, Custar, OH 43511-0127
The Farmers Citizen Bank	P.O. Box 567, Washington Square, Bucyrus, OH 44820-0567
The Metamora State Bank	P.O. Box F, 120 E. Main Street, Metamora, OH 43540-0270
The Minster State Bank	P.O. Box 90, 96 W. Fourth Street, Minster, OH 45865-0090
The Provident Bank	1 E. 4th Street, Cincinnati, OH 45202
Towne Bank	P.O. Box 202, 610 E. South Boundary, Perrysburg, OH 43551

Footnotes

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Second Bank & Trust, Culpeper, Virginia, to establish a branch at 1920 Medical Avenue, Harrisonburg, Virginia.*	10-6-97
The First Bank and Trust Company, Lebanon, Virginia, to establish a branch at 38 and 40 East Valley Drive, Bristol, Virginia.*	10-15-97
Centura Bank, Rocky Mount, North Carolina, to acquire the Bakersville, North Carolina, branch of First Union National Bank of North Carolina, Charlotte, North Carolina.*	10-18-97

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

<u>Application</u>	<u>Comment Period Ending Date</u>
MainStreet BankGroup Incorporated, Martinsville, Virginia, to acquire Commerce Bank Corporation, College Park, Maryland.*	10-6-97
One Valley Bancorp, Inc., Charleston, West Virginia, to acquire One Valley Bank-Central Virginia, National Association, Lynchburg, Virginia (the proposed successor by conversion to One Valley Bank-Central Virginia, a Federal savings bank).*	10-9-97**

Section III - Applications Subject to Federal Register Notice

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

*Application is subject to CRA requirements.

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

Federal Reserve Bank of Richmond

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

Application

Queenstown Bancorp of Maryland, Inc.,
Queenstown, Maryland, to become a
bank holding company through the
acquisition of 100% of the voting
shares of Queenstown Bank of Maryland,
Queenstown, Maryland.*

.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending September 19, 1997

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.

RSSD

Examination

Number

Name of Bank

 Date

Rating

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending September 19, 1997

Section 1 - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

Banco BHIF
Santiago, Chile

Not yet available*

To establish an international bank agency to be located in Miami, Florida.

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

Application

Comment Period Ending Date

None.

Section 3 - Applications Subject to Federal Register Only

Application

Comment Period Ending Date

None.

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

Application

None.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending September 19, 1997

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>
Bank at Ormond-by-the Sea Post Office Box 4318 Ormond Beach, Florida 32175 (904) 441-1200	Satisfactory	06-09-97

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending September 19, 1997

Recently Approved Applications

Approval Date

Regions Financial Corporation
Birmingham, Alabama

09-18-97

To acquire Griffin Federal Savings Bank, Griffin, Georgia, and thereby engage in operating a savings association, pursuant to Section 225.28(b)(4)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.

Barnett Banks, Inc.
Jacksonville, Florida

09-15-97

To acquire First of America Bank-Florida, FSB, Tampa, Florida, and thereby engage in owning, controlling, and operating a savings association, pursuant to Section 225.28(b)(4)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.

Provident Bank of Florida
Apollo Beach, Florida

09-17-97

For authority to exercise trust powers.

First Bankshares, Inc.
Longwood, Florida

09-17-97

Change in control by Ms. Susma Patel & Messrs. Suketu Madhusudan Patel, Parimal Kantibhai Patel, Bharat Muljibhai Amin, Dennis John Lloyd King, and Sushilaban Patel, to collectively acquire 43.06 percent of outstanding shares of First Bankshares, Inc., Longwood, Florida, pursuant to the Change in Bank Control Act of 1978.

Rockdale National Bankshares, Inc.
Conyers, Georgia

1-BHC formation, Rockdale National Bank, Conyers, Georgia, pursuant to Section 3(a)(1) of the Bank Holding Company Act.

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	First Farmers Bank & Trust Company Converse, Indiana Sheridan, Indiana branch office of NBD Bank, N.A. to establish a branch at 322 South Main Street Sheridan, Indiana	NP - **
Branch	Cole Taylor Bank Chicago, Illinois 111 West Washington Street Chicago, Illinois	NP - 10-1-97
Merger & Branch	Omni Bank Macomb, Illinois Farmer State Bank of Ferris Ferris, Illinois 1395 Buchaman Street Carthage, Illinois	NP - **
Branch	1st Source Bank South Bend, Indiana 3905 Franklin Street Michigan City, Indiana	NP - 10-14-97

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(3)	Centre 1 Bancorp, Inc.* Beloit, Wisconsin First Winnebago Corporation Winnebago, Illinois First National Bank of Winnebago Winnebago, Illinois	FR - 9-26-97 NP - 9-21-97
3(a)(1)	Marengo Bancshares, Inc.* Marengo, Illinois Prairie State Bank (in organization) Marengo, Illinois	FR - 10-2-97 NP - 10-15-97
3(a)(1)	Albrecht Financial Services, Inc.* Norwalk, Iowa Heartland Bankshares, Inc. Madrid, Iowa City State Bank Grimes, Iowa	FR - 10-9-97 NP - 10-4-97
3(a)(3)	Mahaska Investment Company* Oskaloosa, Iowa Pella State Bank (in organization) Pella, Iowa	FR - 9-12-97 NP - 10-3-97
3(a)(1)	Builders Financial Corporation* Chicago, Illinois Builders Bank (in organization) Chicago, Illinois	FR - ** NP - **
3(a)(1)	George Washington Bancorp, Inc.* Oak Lawn, Illinois George Washington Savings Bank Oak Lawn, Illinois	FR - 10-6-97 NP - 10-4-97
3(a)(1)	Mercantile Bank Corporation* Grand Rapids, Michigan Mercantile Bank of West Michigan (in organization) Grand Rapids, Michigan	FR - 10-9-97 NP - 9-29-97

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)	FBOP Corporation* Oak Park, Illinois First Capital Bank of Arizona Phoenix, Arizona	FR - 10-2-97 NP - 9-21-97
CoC-HC	Tabor Enterprises, Inc. Tabor, Iowa By J. Randel Smith, Jerry A. Jobe and Grant R. Schaaf	FR - 10-1-97 NP - **

Federal Reserve Bank of Chicago

**Section III - Applications Subject to Federal Register
Notice Only**

<u>Type</u>	<u>Application</u>	Comment Period <u>Ending Date</u>
NONE		

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

Type

Application

ROS

Tabor Enterprises, Inc.

Tabor, Iowa

To redeem 5,200 shares or 52% of the common 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 September 19, 1997. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

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

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
Bank of Geneva 215 East Line Street Geneva, Indiana 46740 (219) 368-7288 RSSD # 590949	6/9/97	S
Hendricks County Bank & Trust Company One East Main Street Brownsburg, Indiana 46112-1213 (317) 852-2268 RSSD # 633640	6/9/97	S

Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations
con't

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
Chemical Bank Michigan 807 McEwan Street Clare, Michigan 48617-0710 (517) 386-3411 RSSD # 960542	6/9/97	O
Chemical Bank and Trust Company 333 East Main Street Midland, Michigan 48640-0231 (517) 631-9200 RSSD # 542649	5/12/97	S
Valley Ridge Bank Six Main Street Kent City, Michigan 49330 (616) 678-5911 RSSD # 268846	5/27/97	O

FEDERAL RESERVE BANK OF ST. LOUIS**SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE****Application****End of Comment Period**

* Section 18(c) notification by First Bank, Creve Coeur, Missouri, to merge with First Bank FSB, Clayton, Missouri, and First Bank, O'Fallon, Illinois.

10-2-97

**SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE****Application****End of Comment Period**

* Section 3(a)(5) notification by National City Bancshares, Inc., Evansville, Indiana, to merge with Fourth First Bancorp, Huntingburg, Indiana.

Federal Register: 10-3-97

* Section 3(a)(1) notification by Community National Corporation, Lexington, Tennessee, to acquire Community National Bank of Tennessee, Lexington, Tennessee, following the conversion of Lexington First Federal Savings Bank, Lexington, Tennessee, into a commercial bank.

Newspaper: 10-13-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE**Application****End of Comment Period**

None.

**SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE****Application****End of Comment Period**

None.

* This notification is subject to CRA.

FEDERAL RESERVE BANK OF ST. LOUIS**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.

Bank RSSD Number	Name of Bank	Bank Address	Examination Date	Examination Rating
None				

SECTION VI - CRA EXAMINATIONS SCHEDULED

Examinations may have to be rescheduled during the calendar quarter in which they are designated 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.

RSSD Number	Name	City	State
----------------	------	------	-------

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; Norwest Financial Services, Inc., Des Moines, Iowa; and Norwest Financial, Inc., Des Moines, Iowa to engage in industrial loan and thrift company activities, consumer finance activities, and acting as principal, agent, or broker for credit life, accident and health, and involuntary unemployment insurance related to its extensions of credit through the acquisition of Cityside Financial Services of Wisconsin, Inc., Cityside Savings & Financial Services, Co., and Cityside Insurance Company, Ltd., headquartered in Eden Prairie, Minnesota.

October 17, 1997
(Federal Register)

Community First Bankshares, Inc., Fargo, North Dakota for prior approval to merge with Republic National Bancorp, Inc., Phoenix, Arizona. *

October 6, 1997
(Federal Register)

Community First Bankshares, Inc., Fargo, North Dakota for prior approval to merge with First National Summit Bankshares, Inc., Gunnison, Colorado. *

October 6, 1997
(Federal Register)

Rice Lake Bancorp, Inc., Rice Lake, Wisconsin for prior approval to acquire 100% of the voting shares of the Talco, Inc., Menomonie Shares, Inc., and Menomonie Financial Services, Inc., all of Menomonie, Wisconsin and thereby indirectly acquire 85.49% of First Bank and Trust, Menomonie, Wisconsin. *

October 9, 1997
(Federal Register)

Roseau Realty Co., Inc., Roseau, Minnesota for prior approval to become a bank holding company through the acquisition of at least 74.9% of the voting shares of Citizens State Bank of Roseau, Roseau, Minnesota. *

Not yet available

Owen-Curtiss Financial Corporation, Rice Lake, Wisconsin for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Brill Bancshares, Inc., Rice Lake, Wisconsin. *

Not yet available

Winter-Park Bancshares, Inc., Cameron, Wisconsin for prior approval to acquire, indirectly through Owen-Curtiss Financial Corporation, Rice Lake, Wisconsin, 100% of the voting shares of Brill Bancshares, Inc., Rice Lake, Wisconsin. *

Not yet available

* Subject to CRA

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

Application

Comment Period
Ending Date

NONE.

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

Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS

**Section V - Availability of
CRA Public Evaluations
week ending September 19, 1997**

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 Bank & Trust Company 130 McLeod Street Box 847 Big Timber, MT 59011-0847 (406) 932-5311	June 9, 1997	Satisfactory

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**

Trustbank Financial Corporation, Denver, Colorado, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Trust Bank of Colorado, Denver, Colorado.

Not Available

Community Bancshares, Inc., Denver, Colorado, for prior approval to acquire up to 90 percent of the voting shares of Dove Creek State Bank, Dove Creek, Colorado.

Not Available

Leo N. Bradley, Golden, Colorado, Susan Q. Bradley, and Jeffrey N. Bradley, both of Denver, Colorado; and Bradley Investments, L.L.L.P., Golden, Colorado, to retain control of Evergreen Bancorporation, Evergreen, Colorado.

Not Available

Cortez Investment Co., Cortez, Colorado, for prior approval to acquire 1.27 percent, for a total of 50 percent, of the voting shares of Citizens State Bank of Cortez, Cortez, Colorado.

October 6, 1997

Griffin Investment, L.P., Cameron, Missouri, and Griffin General Partner, Inc., Cameron, Missouri, for prior approval to become bank holding companies through the acquisition of 99.993 percent of the voting shares of Griffin Bancshares, Inc., Cameron, Missouri; and thereby indirectly acquire Pony Express Bank, Braymer, Missouri.

October 16, 1997

Citizens Financial Corp., Midwest City, Oklahoma,
for prior approval to become a bank holding company
through the acquisition of 100 percent of the voting
shares of U.S. National Bank, Midwest City,
Oklahoma, a de novo bank in organization.

October 16, 1997

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>RSSD#</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Citizens State Bank 190 N. Main Street Polk, Nebraska 68654	672957	06/23/97	09/16/97	Satisfactory
Oregon Trail Bank Wyoming & Whalen Guernsey, Wyoming 82214	900258	06/23/97	09/19/97	Satisfactory

*Application is subject to CRA.

District 11
Federal Reserve Bank of Dallas

Applications and Notifications Filed During the Week of September 15, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
-------------	--------------------	---------------------------------------

None.

* Subject to CRA.

** Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

Section II - Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
-------------	--------------------	---------------------------------------

Change in Control Notice	Rodney G. Kroll, Waco, TX, et al, to acquire an interest in First Riesel Corporation, Riesel, TX	**97/10/02
Change in Control Notice	Johnny Bob Carruth, Haskell, TX, et al, to acquire an interest in First Haskell Bancorp, Inc., Haskell, TX	**97/09/19

* Subject to CRA.

** Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
<hr/> None.		
<hr/> * Subject to CRA.		

Section IV - Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
<hr/> None.		

Section V - Publicly available CRA evaluations

Description of the CRA goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

Outstanding
Satisfactory
Needs to improve
Substantial noncompliance

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
723653	Western Bank 140 E. Motel Avenue P. O. Box 490 Lordsburg, NM 88045	97/06/09	97/09/15	Strong

Section VI - CRA examinations scheduled **Quarter of**

<i>Institution</i>	<i>Location</i>
*N/A	

* Not Available.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 9/19/97

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**

None

Section III - Applications Subject to Federal Register Only

None

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

Redding Bancorp, Redding, California, to purchase up to ten percent of its outstanding stock.

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 9/19/97

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>
Utah Independent Bank	55 S. State Street Salina, UT 84654-1344 (801) 529-7459	May 5, 1997	Outstanding
Bank of Lake County	150 S. Main Street Lakeport, CA 95453-5017 (707) 263-5481	May 12, 1997	Satisfactory

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

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

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

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

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

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

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed as of September 19, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
1867 Western Financial Corporation(1), Stockton, CA CONTINUED	Capital Corp of the West, Merced, CA, & Town & Country Finance & Thrift Co., Turlock, CA & Capital West Group, Inc., Stockton, CA operating an industrial loan co. (b)(4); providing credit life insurance (b)(11); management consulting (b)(9); CONTINUED	4	San Francisco	August 26, 1997
1867 Western Financial Corporation(2), Stockton, CA CONTINUED	& investment & financial advice (b)(6)	4	San Francisco	August 26, 1997
1867 Western Financial Corporation, Stockton, CA	Capital Corp of the West, Merced, CA & County Bank, Merced, CA	3	San Francisco	September 2, 1997
Albrecht Financial Services, Inc., Norwalk, IA	Heartland Bankshares, Inc., Madrid, IA & City State Bank, Grimes, IA	3	Chicago	October 9, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
ANB Corporation, Terrell, TX	Lakeside Bancshares, Inc., Rockwall, TX & Lakeside National Bank, Rockwall, TX	3	Dallas	August 25, 1997
Anderson Financial Group, Inc., Golden Valley, MN	Northern National Bank, Nisswa, MN	3	Minneapolis	September 18, 1997
Banco Bilbao Vizcaya, S.A., Bilbao, Spain	BBV LatInvest Securities Inc., New York, NY, securities activities (b)(1), (b)(4), (b)(15), and (b)(16)	4	New York	March 4, 1997
Bank Capital Corporation, Strasburg, CO	Guaranty Corporation, Denver, CO	3	Kansas City	September 26, 1997
Bank of New York Company, Inc., New York, NY	State Street Boston Corporation, Boston, MA; State Street Bank and Trust Company, Boston, MA trust, securities and data processing activities (b)(3), (b)(4), and (b)(7)	3 and 4	New York	March 14, 1997
Barnett Banks, Inc.(2), Jacksonville, FL; First Union Corp., Charlotte, NC; First Virginia Banks, Inc., Falls Church, VA; Jefferson Bankshares, Inc., Charlottesville, VA; NationsBank Corp., Charlotte, NC; Riggs Nat'l Corp., Washington, D.C.; CONTINUED		4	Richmond	September 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Barnett Banks, Inc.(3), Jacksonville, FL; Signet Banking Corp. Richmond, VA; SunTrust banks, Inc., Atlanta, GA; Synovus Financial Corp., Columbus, GA, & Wachovia Corporation, Winston-Salem, NC		4	Richmond	September 3, 1997
Barnett Banks, Inc., Jacksonville, FL; Crestar Financial Cor., Richmond, VA; First Union Corp. Charlotte, NC; NationsBank Corp., Charlotte, NC; Southern National Corp., Winston-Salem, NC; and Wachovia Corp., Winston-Salem, NC	HONOR Technologies, Inc. Maitland, FL data processing and electronic funds transfer services, (b)(7) Card Alert Services, Inc. Arlington, VA providing debit card securities services (b)(7)	4	Richmond	March 27, 1997
Bloomer Bancshares, Inc., Bloomer, WI	Peoples State Bank, Bloomer, WI	3	Minneapolis	September 5, 1997
California Community Financial Institutions Fund Limited Partnership; Belvedere Capital Partners, Inc., & Newco, all of San Francisco, CA & National Bancorp of Alaska, Inc., Anchorage, AL	Securities First Bank, Fulleton, CA	3	San Francisco	September 29, 1997
Calvin B. Taylor Bankshares, Inc., Berlin, MD	Calvin B. Taylor Banking Company of Berlin Maryland, Berlin, MD, & Calvin B. Taylor Bank of Delaware, Ocean View, DE	3	Richmond	September 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Canadian Imperial Bank of Commerce(3), Toronto, CA CONTINUED	agency transactional services (b)(7); in underwriting & delaing in government obligations & money market instruments, providing investments & trading services & buying & selling bullion & related activities (b)(8)	4	New York	August 28, 1997
Canadian Imperial Bank of Commerce(1), Toronto, Canada CONTINUED	CIBC Wood Gundy Securities Corp. ("CIBC Wood Gundy"), New York, NY, all the outstanding shares of Oppenheimer Holdings, Inc., New York, NY, & its subsidiaries, including Oppenheimer & Co., Inc., New York, NY in underwriting & CONTINUED	4	New York	August 28, 1997
Canadian Imperial Bank of Commerce(2), Toronto, Canada CONTINUED	dealing to a limited extent in all types of equity & debt securities; lending (b)(1), (b)(2); financial & investment advisory services (b)(6); securities brokerage, riskless principal, private placement, futures commission merchant & other CONTINUED	4	New York	August 28, 1997
Carolina First Corporation, Greenville, SC	First Southeast Financial Corporation, Anderson, SC & First Federal Savings & Loan Association of Anderson, Anderson, SC in operating a savings & loan association (b)(4)(ii)	4	Richmond	September 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Carruth, Johnny Bob, Lubbock, TX; Cleveland, Walter Charles, Idalou, TX; Hobgood, Robert Charles, Haskel, TX; Morris, Kim Holder, Houston, TX; Thigpen, Joseph Emmitt, Haskell, TX; Toliver, Bailey Lee, Haskell, TX, & Toliver, Samuel Ray, Haskell, TX	First Haskell Bancorp, Inc., Haskell, TX & First National Bank, Haskell, TX	CIBC	Dallas	September 26, 1997
Centre 1 Bancorp, Inc., Beloit, WI	First Winnebago Corporation, Winnebago, IL & First National Bank of Winnebago	3	Chicago	September 26, 1997
Citizens Bankers, Inc., Baytown, TX	First National Bank of Bay City, Bay City, TX	3	Dallas	October 6, 1997
Citizens Bankers, Inc., Baytown, TX, and Citizens Bankers of Delaware, Wilmington, DE	First National Bank of Bay City, Bay City, TX	3	Dallas	September 18, 1997
Citizens Financial Corp., Midwest City, OK	U.S. National Bank, Midwest City, OK	3	Kansas City	October 16, 1997
Coddle Creek Financial Corp., Mooresville, NC	Mooresville Savings Bank, SSB, Mooresville, NC	3	Richmond	October 16, 1997
Community First Bankshares, Inc., Fargo, ND	Republic National Bancorp, Inc., Pehoenix, AZ & Republic National Bank of Arizona, N.A., Phoenix, AZ	3	Minneapolis	October 6, 1997
Community First Bankshares, Inc., Fargo, ND	First National Summit Bankshares, Inc., Gunnison, CO & First National Summit Bank, Gunnison, CO	3	Minneapolis	October 6, 1997
Community National Corporation, Lexington, TN	Community National Bank of Tennessee, Lexington, TN	3	St. Louis	October 17, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Compass Bancshares, Inc., Birmingham, AL	GSB Investments, Inc., Gainesville, FL & Gainesville State Bank, Gainesville, FL	3	Atlanta	October 6, 1997
Cortez Investment Co., Cortez, CO	The Cortez State Bank, Cortez, CO	3	Kansas City	October 6, 1997
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 1997
Exchange National Bancshares, Inc., Jefferson City, MO	Union State Bancshares, Inc., Clinton, MO & Union State Bank & Trust Company of Clinton, Clinton, MO	3	St. Louis	October 2, 1997
F.N.B. Corporation, Hermitage PA & Southwest Banks, Inc., Naples, FL	Mercantile Bank of Southwest Florida, Naples, FL	3	Cleveland	October 10, 1997
F.N.B. Corporation, Hermitage, PA	Indian Rocks State Bank, Largo, FL	3	Cleveland	September 2, 1997
FBOP Corporation, Oak Park, IL	First Capital Bank of Arizona, Phoenix, AZ	3	Chicago	October 2, 1997
First Banks, Inc., St. Louis, MO	Surety Bank, Vallejo, CA	3	St. Louis	October 14, 1997
First Commercial Corporation, Little Rock, AR	First Charter Bancshares, Inc., North Little Rock, AR, & Charter State Bank, Beebe, Arkansas, Beebe, AR	3	St. Louis	September 19, 1997
First Financial Bankshares, Inc., Abilene, TX	Southlake Bancshares, Inc., Southlake, TX & Texas National Bank, Southlake, TX	3	Dallas	September 19, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First National Bancshares, Inc., East Lansing, MI	Finance Company of North America, LLC, East Lansing, MI in making and servicing loans (b)(1)	4	Chicago	August 17, 1997
First National Bank of Las Animas ESOP, Las Animas, CO	First Bankshares of Las Animas, Inc., Las Animas, CO & First National Bank, Las Animas, CO	3	Kansas City	October 6, 1997
First National of Nebraska, Inc., Omaha, NE, & its subsidiary First National of Colorado, Inc., Fort Collins, CO	Platte Valley National Bank, Grand Island, NE & First National of Nebraska, Lincoln, NE	3	Dallas	August 25, 1997
First State Bancshares, Inc., Farmington, MO	Perry County Financial Corporation, Perryville, MO, and Perry County Savings Bank, FSB, Perryville, MO operating a savings association (b)(4)	4	St. Louis	August 1, 1997
First Union Corporation(1), Charlotte, NC CONTINUED	Signet Banking Corp., & Signet Bank, Richmond, VA; Signet Commercial Credit Corp., Richmond, VA making loans that are typically secured by inventory, accounts receivable or like security & are generally structured on a revolving basis (b)(1); CONTINUED	3 and 4	Richmond	September 19, 1997
First Union Corporation(2), Charlotte, NC CONTINUED	and other nonbanking activities (b)(11)(iv); (b)(5) (b)(7), (b)(8), (b)(6)	3 and 4	Richmond	September 19, 1997
First United Bancshares, Inc., El Dorado, AR	City Bank & Trust of Shreveport, Shreveport, LA	3	St. Louis	October 9, 1997
FirstBank Holding Company of Colorado, ESOP, Lakewood, CO	FirstBank Holding Company of Colorado, Lakewood, CO	3	Kansas City	October 9, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
FirstBank Holding Company of Colorado, Lakewood, CO	FirstBank of Parker, Parker, CO	3	Kansas City	September 19, 1997
FSB Bancorp, MHC & FSB Bancorp, both of Farmington, ME CORRECTION	Franklin Savings Bank, Farmington, MN	CIBC	Boston	August 28, 1997
FSB Bancorp, MHC, and FSB Bancorp, both of Farmington, ME	Franklin Savings Bank, Farmington, ME	3	Boston	August 28, 1997
George Washington, Bancorp, Inc., Oak Lawn, IL	George Washington Savings Bank, Oak Lawn, IL	3	Chicago	October 6, 1997
Gilinski, Jaime, SantaFe de Bogota, Columbia	Eagle National Holding Company, Inc., Miami, FL	CIBC	Atlanta	October 1, 1997
Gold Banc Corporation, Inc., Leawood, KS	Farmers Bancshares of Oberlin, Inc., Oberlin, KS, and Farmers National Bank, Oberlin, KS	3	Kansas City	August 21, 1997
Greenblatt, Leon A., III, and Chiplease, Inc., both of Chicago, IL	Home Financial Bancorp, Spencer, IN, and Owen Community Bank, S.B., Spencer, IN	CIBC	Chicago	July 9, 1997
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Grell, Steven; Bovee Investment Trust, Bovee, Michael R., Trustee; Tamisiea, Bruce; Nystrom, Bruce; Grave, Gary; Cotton, John M.; & Hultgren, David M.; all of Spencer, IA, acting in concert	Albert City Bankshares, Inc., Albert City, IA & Albert City Savings Bank, Albert City, IA & The Citizens State Bank, Marathon, IA	CIBC	Chicago	August 29, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Griffin Investment, L.P. & Griffin General Partner, Inc., both of Cameron, MO	Griffin Bancshares, Inc., Cameron, MO & Pony Express Bank, Braymer, MO	3	Kansas City	October 16, 1997
Harbor, Lacy J., Denison, TX	Marble Falls National Bancshares, Inc., Marble Falls, TX, & Marble Falls National Bank, Marble Falls, TX	CIBC	Dallas	September 4, 1997
Hardin County Bancshares, Inc., Savannah, TN	Majors Insurance Agency, Inc., Adamsville, TN general insurance agency activities in a town of less than 5,000 (b)(11)	4	St. Louis	August 26, 1997
Heath, Craig Dwight, Phoenix, AZ	Texico Bancshares Corporation, Texico, IL & Texico State Bank, Texico, IL	CIBC	St. Louis	October 1, 1997
Hibernia Corporation, New Orleans, LA	Unicorp Bancshares-Texas Inc., Orange, TX, and OrangeBank, Orange, TX	3	Atlanta	August 11, 1997
Industrial Bank of Japan, Ltd., Tokyo, Japan	Aubrey G. Lanston & Co., Inc., New York, NY, securities activities (b)(7); data processing (b)(14); financial & investment activities (b)(6); and underwriting (b)(8)	4	New York	May 12, 1997
International Bancorporation, Golden Valley, MN	Northern National Bank, Nisswa, MN	3	Minneapolis	September 18, 1997
Iron Bancshares, Inc., Salisbury, CT	The National Iron Bank, Salisbury, CT	3	Boston	October 2, 1997
Jackson Boulevard Fund, Ltd.; Jackson Boulevard Equities, L.P. & Paul J. Duggan, all of Chicago, IL	Damen Financial Corporation, Schaumburg, IL & Damen National Bank, Schaumburg, IL	CIBC	Chicago	September 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Jacobsen, Sam J., Middleton, WI	First Business Bancshares, Madison, WI & First Business Bank, Madison, WI	CIBC	Chicago	August 28, 1997
Jasper Banking Company Second Amended and Restated Employee Stock Ownership Stock Bonus Plan (ESOP), Jasper, GA	JBC Bancshares, Inc., Jasper, GA	CIBC	Atlanta	August 12, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Yahia and Magda Abdul-Rahman, Pasadena, CA	Kentucky Home Bank, Bardstown, KY	3	San Francisco	April 17, 1997
Kroll, Rodney, G; Copeland, Newman E.; Slamans, Scott J.; Gray, Rondy, T.; Turner, Charles B.; DuBois, James H., all of Waco, TX, and Salome, Tommy G., Crawford, TX, & Time Manufacturing Company., Waco, TX	First Riesel Corporation, Riesel, TX & First State bank, Riesel, TX	CIBC	Dallas	September 30, 1997
Lagomarsino, Richard A., and Robert J., both of Ventura, CA, & Wood, Catherine S., Carpinteria, CA; acting in concert	Americorp, Ventura, CA, and American Commercial Bank, Ventura, CA	CIBC	San Francisco	August 6, 1997
Lagomarsino, Richard A.; Lagomarsino, Ramona; Ramona Lagomarsino Family Limited Partnership; Lagomarsino, Robert J., all of Ventura, CA; & Lagomarsino, Norma M; Wood, Catherine S.; & Wood, Jack W.; acting in concert, all of Carpinteria, CA	Americorp , Ventura, CA, and American Commerical Bank, Ventura CA	CIBC	San Francisco	August 20, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Landmark Bancorp, Inc., Margate, FL	Sunniland Bank, Fort Lauderdale, FL	3	Atlanta	September 19, 1997
Leake Family Partnership, L.P., Jackson, MS	Citizens Capital Corporation, Magee, MS, and Citizens State Bank, Magee, MS	CIBC	Atlanta	July 23, 1997
Lexington B & L Financial Corp., Lexington, MO	Lafayette Bancshares, Inc., Lexington, MO, and Lafayette County Bank of Lexington/Wellington, Lexington, MO; and B & L Bank, Lexington, MO operating a savings association (b)(4)	3 and 4	Kansas City	August 4, 1997
Lloyds TSB Group PLC, and Lloyds Bank PLC, both of London, England	IAI Holdings Inc., Investment Advisers, Inc., Minneapolis, MN, trust services (b)(3); investment advisory services (b)(4); full-service brokerage (b)(15); foreign exchange execution & advisory services, and other advisory & administrative services	4	New York	March 26, 1997
Mahaska Investment Company, Oskaloosa, IA	Pella State Bank, Pella, IA	3	Chicago	September 12, 1997
MainStreet BankGroup Incorporated, Martinsville, VA	Commerce Bank Corporation, College Park, MD	3	Richmond	October 6, 1997
Marengo Bancshares, Inc., Marengo, IL	Prairie State Bank, Marengo, IL	3	Chicago	October 2, 1997
Mercantile Bank Corporation, Grand Rapids, MI	Mercantile Bank of West Michigan, Grand Rapids, MI	3	Chicago	October 9, 1997
MidSouth Bancorp, Inc., ESOP, Lafayette, LA	MidSouth Bancorp, Inc., Lafayette, LA & MidSouth National Bank, Lafayette, LA	CIBC	Atlanta	September 30, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Midwest Community Bancshares, Inc., Marion, IL	The Bank of Marion, Marion, IL	3	St. Louis	September 2, 1997
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Lee National Banc Corp., Lee, MA, & First National Bank of the Berkshires, Lee, MA & City Savings Bank of Pittsfield, Pittsfield, MA	3	Boston	September 19, 1997
Myers, Judy Noe, Dallas, TX	Rusk County Bancshares, Inc., Henderson, TX & Peoples State Bank, Henderson, TX	CIBC	Dallas	September 24, 1997
National Bank of Canada, Montreal, Canada & NatBC Holding Corporation, Hollywood, FL	Natbank, N.A., Hollywood, FL & Natbank, N.A.	3	New York	October 3, 1997
National City Bancshares, Inc., Evansville, IN	Fourth First Bancorp, Inc., Huntingburg, IN & First Bank of Huntingburg, Huntingburg, IN	3	St. Louis	October 3, 1997
New Amboy, Inc., Old Bridge, NJ	Amboy Bancorporation, Old Bridge, NJ & Amboy National Bank, Old Bridge, NJ	3	New York	September 26, 1997
North Fork Bancorporation, Inc., Melville, NY	Branford Savings Bank, Branford, CT	3	New York	September 18, 1997
Northside Banking Corporation, Tampa, FL	Northside Bank of Tampa, Tampa, FL	3	Atlanta	August 29, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Norwest Corporation, Minneapolis, MN	Int'l Bancorp, Golden Valley, MN & Northern Nat'l Bank, Int'l Falls, MN; City Nat'l Bank of Cloquet, Cloquet, MN & Northern Nat'l Bank, Nisswa, MN & Norwest Investment Services, Inc., Minneapolis, MN securities & underwriting activities (b)(7) & (b)(8)	3 and 4	Minneapolis	September 12, 1997
Norwest Corporation, Minneapolis, MN, through its wholly owned subsidiaries Norwest Financial Services, Inc., and Norwest Financial, Inc., both of Des Moines, IA	Cityside Fin.'l Serv.s of WI, Inc., Cityside Savings & Fin.'l Services, Co., & Cityside Insurance Co., Ltd., Eden Prairie, MN, in consumer fin. (b)(1); the sale of insur. (b)(11)(i), (ii) & (iii) & the operation of a nonbank depository institution (b)(4)	4	Minneapolis	October 17, 1997
O.A.K. Financial Corporation, Byron Center, MI	Caledonia Financial Corporation, Caledonia, MI, & State Bank of Caledonia, Caledonia, MI	3	Chicago	August 15, 1997
Olney Bancshares of Texas, Inc., Olney, TX & Olney Bancorp of Delaware, Inc., Wilimington, DE	First National Bank of Borger, Borger, TX; Citizens National Bank of Childress, Childress, TX & First State Bank of Canadian, N.A., Canadian, TX	3	Dallas	October 16, 1997
Olympian New York Corporation, Brooklyn, NY	Olympian Bank, Brooklyn, NY	3	New York	October 9, 1997
Olympic Bancorp, Port Orchard, WA	Kitsap Bank, Port Orchard, WA	3	San Francisco	September 19, 1997
One Valley Bancorp, Inc., Charleston, WV	One Valley Bank-Central Virginia, N.A., Lynchburg, VA	3	Richmond	October 9, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
P.C.B. Bancorp, Inc., Largo, FL	Anchor Savings Bank, F.S.B., St. Petersburg, FL operating a savings association (b)(4)	4	Atlanta	August 8, 1997
Paradigm Bancorporation, Inc., Houston, TX & Paradigm Delaware Bancorporation, Inc., Dover, DE	First National Bank of Dayton, Dayton, TX	3	Dallas	October 3, 1997
Peoples Bancorp, Inc., Marietta, OH	Gateway Bancorp, Inc., Catlettsburg, KY, and Catlettsburg Federal Savings Bank, Catlettsburg, KY operating a savings association (b)(4)(ii)	4	Cleveland	August 1, 1997
Peoples Bancorporation, Inc., Cuba, MO	Peoples Investment Corporation, Cuba, MO & Peoples Bank, Cuba, MO	3	St. Louis	October 17, 1997
Peoples Commercial Bancorp, Inc., Stilwell, OK	Bank of Commerce, Stilwell, OK & Peoples Bank, Westville, OK	3	Kansas City	September 26, 1997
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	August 11, 1997
Peoples Financial Corp., Inc., Ford City, PA	Elderton State Bank, Elderton, PA	3	Cleveland	August 25, 1997
Plainview Holding Company, Pilger, NE	American National Creighton Co., Creighton, NE, and American National Bank of Creighton, Creighton, NE	3	Kansas City	June 23, 1997
Planters & Merchants Bancshares, Inc., Hearne, TX, & Planters & Merchants Bancshares of Delaware, Inc., Wilmington, DE	Homestead Bank, S.S.B., College Station, TX	3	Dallas	August 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Platt, Michael D., Hardtner, KS; Molz, James L., Kiowa, KS; Collins, David C., & Pederson, Roland C., both of Burlington, OK	B-K Agency, Inc. Hardtner, KS, & The Farmers State Bank, Hardtner, KS	CIBC	Kansas City	September 10, 1997
Popular, Inc., Hato Rey, Puerto Rico	Houston Bancorporation, Inc., Houston, TX, & Citizens National Bank, Houston, TX	3	New York	October 16, 1997
Prillaman, Bob Maurice & Lillias B., Marietta, GA	Independent Bancshares, Inc., Powder Springs, GA	CIBC	Atlanta	August 29, 1997
Proffitt, Richard Todd, Pigeon Forge, TN	Tennessee State Bancshares, Inc., Pigeon Forge, TN (formerly Gatlinburg, TN), and Tennessee State Bank, Gatlinburg, TN	CIBC	Atlanta	August 5, 1997
Progress Bancshares, Inc., Sullivan, MO	Progress Bank of Sullivan, Sullivan, MO, a de novo bank	3	St. Louis	August 8, 1997
Provident Financial Group, Inc., & FGBI Acquisition Corp., both of Cincinnati, OH	Florida Gulfcoast Bancorp, Inc., Sarasota, FL, and Enterprise National Bank of Sarasota, Sarasota, FL	3	Cleveland	July 24, 1997
Rice Lake Bancorp, Inc., Rice Lake, WI	TALCO, Inc., Menomonie, WI & Menomonie Shares, Inc., Menomonie, WI; Menomonie Financial Services, Inc., Menomonie, WI & First Bank and Trust, Menomonie, WI	3	Minneapolis	October 9, 1997
Rockdale National Bankshares, Conyers, GA CORRECTION	Rockdale National Bank, Conyers, GA	3	Atlanta	August 22, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Rockdale National Bankshares, Inc., Conyers, GA	Rockdale National Bank, Conyers, GA	3	Atlanta	August 25, 1997
Rockdale National Bankshares, Inc., Conyers, GA	Rockdale National Bank, Conyers, GA	3	Atlanta	August 22, 1997
Saehan Bancorp, Los Angeles, CA	Saehan Bank, Los Angeles, CA	3	San Francisco	September 19, 1997
Shields, James Homer, III, London, England	Sebastian Bankshares, Inc., Barling, AR & River Valley Bank and Trust, Lavaca, AR	CIBC	St. Louis	September 24, 1997
SIS Bancorp, Inc., Springfield, MA	Glastonbury Bank & Trust Company, Glastonbury, CT	3	Boston	October 16, 1997
Smith, Carmen P. Family Limited Partnership; Smith, Carmen P.; & Woodruff, Peggie J., as General Partners, all of Wichita Falls, TX	AmeriBancShares, Inc., Wichita Falls, TX & AmeriBancShares of Delaware, Inc., Wilmington, DE & American National Bank, Wichita Falls, TX	CIBC	Dallas	September 24, 1997
Smith, James Randel, Auburn, NE; Jobe, Jerry A. Tabor, IA; and Schaaf, Grant, T., Randolph, IA	Tabor Enterprises, Inc., Tabor, IA & First State Bank, Tabor, IA	CIBC	Chicago	October 1, 1997
Spanjer, Leland, Cozad, NE, in his capacity as Personal Representative of the Estate of Clifford G. Young	C.S.B. Co., Cozad, NE, Cozad State Bank & Trust Company, Cozad, NE, and First National Bank of Chadron, Chadron, NE	CIBC	Kansas City	August 11, 1997
Spectrum Bancorporation, Inc., Omaha, NE	First Savings & Loan Association of South Dakota, Inc., Aberdeen, SD in the operation of a savings association (b)(4)	4	Minneapolis	September 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Spehar, David L. & Nancy A., Kansas City, KS	First Community Bancshares, Inc., Kansas City, KS, and First Community Bank, Kansas City, KS	CIBC	Kansas City	August 5, 1997
Suez Lyonnaise des Euax, Paris, France; Societe Generale de Belgique, Brussels, Belgium; and Generale de Banque, Brussels, Belgium	Harbor Capital Management, Inc., Boston, MA investment advisory activities (b)(6); investment transactions as principal (b)(8); & serve as general partner of & provide management & private placement services to unregistered investment funds	4	New York	August 21, 1997
Texas Financial Bancorporation, Inc., Minneapolis, MN & Delaware Financial, Inc., Wilmington, DE	CNB Bancshares of Victoria, Victoria, TX & Citizens Bancorp of Delaware, Inc., Wilimington, DE & Citizens National Bank, Victoria, TX	3	Dallas	September 26, 1997
The Chase Manhattan Corporation & Chase Holdings Delaware, Inc., New York, NY CORRECTION	Chase Manhattan Bank & Trust Company, National Association, Los Angeles, CA	3	New York	August 18, 1997
The Chase Manhattan Corporation and Chase Holding Delaware Inc., New York, NY	Chase Trust Company, National Association, Los Angeles, CA	3	New York	August 18, 1997
The Marine BancCorp, Inc., Chincoteague, VA	The Marine Bank, Chincoteague, VA	3	Richmond	October 6, 1997
Triangle Bancorp, Inc., Raleigh, NC	Bank of Mecklenburg, Charlotte, NC	3	Richmond	August 1, 1997
Union Bancshares, Inc., Fargo, ND	Union State Bank of Fargo, Fargo, ND	3	Minneapolis	September 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Union Planters Corporation, Memphis, TN	Capital Bancorp, Miami, FL & Capital Bank, Miami, FL	3	St. Louis	October 3, 1997
UST Corp. Boston, MA CORRECTION	Firestone Financial Corp., Newton, MA in installment loan and lease financing activities to commercial customer (b)(1) & (b)(3)	4	Boston	September 5, 1997
UST Corp., Boston, MA	Firestone Financial Corp., Newton, MA in installment loan & lease financing activities to commercial customers (b)(1) & (b)(3)	4	Atlanta	September 15, 1997
Vail Banks, Inc., Vail, CO	Cedaredge Financial Services, Inc., Cedaredge, CO	3	Kansas City	October 6, 1997
Voorhees, Steven L., Harvard, NE	Harvard State Company, Harvard, NE & Harvard State Bank, Harvard, NE	CIBC	Kansas City	September 29, 1997
Wachovia Corporation, Winston-Salem, NC	1st United Bancorp, Boca Raton, FL, & First United Bank, Boca Raton, FL, & United Bancorp's subsidiary, Island Investment Service, Inc., Palm Beach, FL in securities brokerage activities (b)(7)(i)	3	Richmond	September 15, 1997
Wachovia Corporation, Winston-Salem, NC	Central Fidelity Banks, Inc., & Central Fidelity National Bank, Richmond, VA; Central Fidelity Insurance Agency, Inc., Richmond, VA acting as an agent or broker in the sale of credit related insurance (b)(11)	3 and 4	Richmond	September 26, 1997
Yaeger, Marion P., Trust, Grand Rapids, MI	Litchfield Bancshares Company, Litchfield, IL & Litchfield National Bank, Litchfield, IL	CIBC	St. Louis	September 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Young, David E., Chattanooga, TN	East Ridge Bancshares, Inc., East Ridge, TN, and Bank of East Ridge, East Ridge, TN	CIBC	Atlanta	July 22, 1997
Young, Susan Aileen, Chicago, IL	C.S.B. Co., Cozad, NE, and Cozad State Bank & Trust Company, Cozad, NE, and First National Bank of Chadron, Chadron, NE	CIBC	Kansas City	August 5, 1997
Zions Bancorporation, Salt Lake City, UT	GB Bancorporation, San Diego, CA & Grossmont Bank, San Diego, CA; Rancho Vista National Bank, Vista, CA & Pacific Commerce Bank, Chula Vista, CA	3	San Francisco	September 22, 1997
Zions Bancorporation, Salt Lake City, UT	GB Bancorporation, San Diego, CA, & Grossmont Bank, San Diego, CA	3	San Francisco	September 15, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

Comments on the applications and notices may be sent to the appropriate Federal Reserve Bank or the Board.

Federal Reserve Bank of Boston

Richard Walker, Community Affairs Officer, 600 Atlantic Avenue, Boston, MA
02106-2204

Federal Reserve Bank of New York

Betsy Buttrill White, Senior Vice President, 33 Liberty Street, New York, NY 10045-0001

Federal Reserve Bank of Philadelphia

Michael E. Collins, Senior Vice President, 100 North 6th Street, Philadelphia,
PA 19105-1521

Federal Reserve Bank of Cleveland

Jeffrey Hirsch, Banking Supervisor, 1455 East Sixth Street, Cleveland, OH
44101-2566

Federal Reserve Bank of Richmond

A. Linwood Gill, III, Assistant Vice President, 701 East Byrd Street, Richmond, VA 23261-4528

Federal Reserve Bank of Atlanta

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA
30303-2713

Federal Reserve Bank of Chicago

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL
60690-1413

Federal Reserve Bank of St. Louis

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

Federal Reserve Bank of Minneapolis

Karen L. Grandstrand, Vice President, 250 Marquette Avenue, Minneapolis, MN 55480-2171

Federal Reserve Bank of Kansas City

D. Michael Manies, Assistant Vice President, 925 Grand Avenue, Kansas City, MO 64198-0001

Federal Reserve Bank of Dallas

Genie D. Short, Vice President, 2200 North Pearl Street, Dallas, TX 75201-2272

Federal Reserve Bank of San Francisco

Pat Marshall, Manager of Analytical Support, Consumer Regulation Group, 101 Market Street, San Francisco, CA 94105-1579

Board of Governors of the Federal Reserve System

William W. Wiles, Secretary, 20th & Constitution Avenue, N.W., Washington, DC 20551-0001

Information Requests

The public portions of the applications and notices currently listed in this release are available on an expedited basis from the appropriate Federal Reserve Bank. The public portion of the application also may be obtained from the Board.

Federal Reserve Bank of Boston

Jonathan Fine (TEL: 617-973-3339; FAX: 617-973-3219)

Federal Reserve Bank of New York

Margaret Carmody (TEL: 212-720-7924; FAX: 212-720 -6628)

Federal Reserve Bank of Philadelphia

Rosanna Crosier (TEL: 215-574-6581; FAX: 215-574-4146)

Federal Reserve Bank of Cleveland

Jim Terlop (TEL: 216-579-2197; FAX: 216-579-2932)

Federal Reserve Bank of Richmond

Gaile Clark (TEL: 804-697-8825; FAX: 804-697-8283)

Federal Reserve Bank of Atlanta

Wayne Smith (TEL: 404-589-7265; FAX: 404-589-7342)

Federal Reserve Bank of Chicago

Frank Skweres (TEL: 312-322-4785; FAX: 312-322-5894)

Federal Reserve Bank of St. Louis

Cathie Windsor (TEL: 314-444-4638; FAX: 314-444-8740)

Federal Reserve Bank of Minneapolis

Paula Charles (TEL: 612-372-2982; FAX: 612-344-2702)

Federal Reserve Bank of Kansas City

Patty Biesemeyer (TEL: 816-881-2464; FAX: 816-881-2252)

Federal Reserve Bank of Dallas

Rob Jolley (TEL: 214-922-6071; FAX: 214-922-6302)

Federal Reserve Bank of San Francisco

Michael Johnson (TEL: 415-974-2995; FAX: 415-974-3031)

Board of Governors of the Federal Reserve System

Freedom of Information Office (TEL: 202-452-3684; FAX: 202-872-7562, and 202-872-7565)

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed since the H.2A dated September 19, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Alabama National BanCorporation, Birmingham, AL	First American Bancorp, Decatur, AL & First American Bank, Decatur, AL	3	Atlanta	October 24, 1997
Boston Private Bancorp, Inc., Boston, MA	Westfield Capital Management Company, Inc., Boston, MA, in financial & investment advisory activities (b)(6)	4	Boston	October 14, 1997
Bradley Investments, L.L.L.P., Golden, CO, Bradley, Leo N., Golden, CO, Bradley, Susan Q., Denver, CO, and Bradley, Jeffrey N., Denver, CO	Evergreen Bancorporation, Evergreen, CO & Evergreen National Bank, Evergreen, CO	CIBC	Kansas City	October 10, 1997
Builders Financial Corporation, Chicago, IL	Builders Bank, Chicago, IL	3	Chicago	October 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Community Bancshares of West Plains, Inc., West Plains, MO	Community First National Bank of West Plains, West Plains, MO	3	St. Louis	October 24, 1997
Community Bancshares, Inc., Denver, CO	Dove Creek State Bank, Dover Creek, CO	3	Kansas City	October 20, 1997
CSB Bancshares, Inc., Ellsworth, KS	Wilson Bancshares, Inc., Wilson, KS & Wilson State Bank, Wilson, KS	3	Kansas City	October 23, 1997
Davis, John Francis, and Davis, Carman Lee, both of Concordia, KS	Tri-County Bancshares, Inc., Linn, KS, & Tri-County National Bank, Washington, KS	CIBC	Kansas City	October 15, 1997
Fischer Bancorp, Inc., Fischer, IL	Fisher National Bank, Fisher, IL	3	Chicago	October 24, 1997
Hazard, Charles Michael, Boston, MA	Boston Private Bancorp, Inc., Boston, MA, & Boston Private Bank & Trust Company, Boston, MA	CIBC	Boston	October 15, 1997
Hibernia Corporation, New Orleans, LA	Northwest Bancshares of Louisiana, Inc., Mansfield, LA & First National Bank in Mansfield, Mansfield, LA	3	Atlanta	October 24, 1997
Horizon Bancorp of South Arkansas, Inc., Magnolia, AR	Horizon Bank of Columbia County, Magnolia, AR	3	St. Louis	October 20, 1997
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Trust Company of the Berkshires, N.A., Pittsfield, MA, performing trust company functions (b)(5)	4	Boston	October 10, 1997
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Pittsfield Central Development Company, LLC., Pittsfield, MA, community development activities (b)(12)	4	Boston	October 10, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
National Commerce Bancorporation, Memphis, TN	First Market Banks, FSB, Memphis, TN, operation of a federal savings bank (b)(4).	4	St. Louis	October 10, 1997
Penns Wood Bancorp, Inc., Williamsport, PA	Columbia Financial Corporation, Bloomsburg, PA & First Columbia Bank & Trust Company, Bloomsburg, PA	3	Philadelphia	October 20, 1997
Preimer Bancorp, Inc., Doylestown, PA	Preimer Bank, Doylestown, PA	3	Philadelphia	October 23, 1997
Riverside Gulf Coast Banking Company, Cape Coral, FL	Riverside Bank of the Gulf Coast, Cape Coral, FL	3	Atlanta	October 24, 1997
Roseau Realty Co., Inc., Roseau, MN	Citizens State Bank of Roseau, Roseau, MN, in general insurance agency activities (b)(11)(iii)(A)	3 and 4	Minneapolis	October 23, 1997
Security State Bancshares, Inc., Charleston, MO	Merchants and Planters Bank of Hornersville, Hornersville, MO	3	St. Louis	October 24, 1997
Smith, James Randel, Auburn, NE; Jobe, Jerry A., Tabor, IA, and Schaaf, Grant T., Randolph, IA CORRECTION	Tabor Enterprises, Inc., Tabor, IA, & First State Bank, Tabor, IA CORRECTION	CIBC	Chicago	October 1, 1997
SWB Bancshares, Inc., Fort Worth, TX & SW Financial, Inc., Dover, DE	Southwest Bank, Fort Worth, TX	3	Dallas	October 23, 1997
The First national Bank of St. James ESOP, St. James, MN	The First National Agency at St. James, St. James, MN, & The First National Bank of St. James, St. James, MN	3	Minneapolis	October 20, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Trust No. 3 Under Will of Charles Henderson, Troy, AL, & Henderson Bancshares, Inc., Troy, AL	Pea River Capital, Corporation, Elba, AL, & Peoples Bank of Coffee County, Elba, AL	3	Atlanta	October 24, 1997
Trustbank Financial Corporation, Denver, CO	Trust Bank of Colorado, Denver, CO	3	Kansas City	October 20, 1997
U.S. Bancorp, Minneapolis, MN	Zappco, Inc., St. Cloud, MN & The First National Bank of Little Falls, Little Falls, MN; Melrose State Bank, Melrose, MN; & Zapp National Bank of St. Cloud, St. Cloud, MN & Zapp Data, Inc., St. Cloud, MN, providing data processing services (b)(14)	3 and 4	Minneapolis	October 24, 1997
Warwick Community Bancorp, Inc., Warwick, NY	Warwick Savings Bank, Warwick, NY	3	New York	October 24, 1997
Washington Bancorp, Washington, IA	Rubio Savings Bank of Brighton, Brighton, IA & Washington Federal Savings Bank, operating a savings association (b)(11)	3 and 4	Chicago	October 23, 1997
Winter-Park Bancshares, Inc., Cameron, WI	Owen-Curtiss Financial Corporation, Rice Lake, WI & Brill Bancshares, Inc., Rice Lake, WI & Brill State Bank, Brill, WI	3	Minneapolis	October 23, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

Comments on the applications and notices may be sent to the appropriate Federal Reserve Bank or the Board.

Federal Reserve Bank of Boston

Richard Walker, Community Affairs Officer, 600 Atlantic Avenue, Boston, MA
02106-2204

Federal Reserve Bank of New York

Betsy Buttrill White, Senior Vice President, 33 Liberty Street, New York, NY 10045-0001

Federal Reserve Bank of Philadelphia

Michael E. Collins, Senior Vice President, 100 North 6th Street, Philadelphia,
PA 19105-1521

Federal Reserve Bank of Cleveland

Jeffrey Hirsch, Banking Supervisor, 1455 East Sixth Street, Cleveland, OH
44101-2566

Federal Reserve Bank of Richmond

A. Linwood Gill, III, Assistant Vice President, 701 East Byrd Street, Richmond, VA 23261-4528

Federal Reserve Bank of Atlanta

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA
30303-2713

Federal Reserve Bank of Chicago

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL
60690-1413

Federal Reserve Bank of St. Louis

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

Federal Reserve Bank of Minneapolis

Karen L. Grandstrand, Vice President, 250 Marquette Avenue, Minneapolis, MN 55480-2171

Federal Reserve Bank of Kansas City

D. Michael Manies, Assistant Vice President, 925 Grand Avenue, Kansas City, MO 64198-0001

Federal Reserve Bank of Dallas

Genie D. Short, Vice President, 2200 North Pearl Street, Dallas, TX 75201-2272

Federal Reserve Bank of San Francisco

Pat Marshall, Manager of Analytical Support, Consumer Regulation Group, 101 Market Street, San Francisco, CA 94105-1579

Board of Governors of the Federal Reserve System

William W. Wiles, Secretary, 20th & Constitution Avenue, N.W., Washington, DC 20551-0001

Information Requests

The public portions of the applications and notices currently listed in this release are available on an expedited basis from the appropriate Federal Reserve Bank. The public portion of the application also may be obtained from the Board.

Federal Reserve Bank of Boston

Jonathan Fine (TEL: 617-973-3339; FAX: 617-973-3219)

Federal Reserve Bank of New York

Margaret Carmody (TEL: 212-720-7924; FAX: 212-720-6628)

Federal Reserve Bank of Philadelphia

Rosanna Crosier (TEL: 215-574-6581; FAX: 215-574-4146)

Federal Reserve Bank of Cleveland

Jim Terlop (TEL: 216-579-2197; FAX: 216-579-2932)

Federal Reserve Bank of Richmond

Gaile Clark (TEL: 804-697-8825; FAX: 804-697-8283)

Federal Reserve Bank of Atlanta

Wayne Smith (TEL: 404-589-7265; FAX: 404-589-7342)

Federal Reserve Bank of Chicago

Frank Skweres (TEL: 312-322-4785; FAX: 312-322-5894)

Federal Reserve Bank of St. Louis

Cathie Windsor (TEL: 314-444-4638; FAX: 314-444-8740)

Federal Reserve Bank of Minneapolis

Paula Charles (TEL: 612-372-2982; FAX: 612-344-2702)

Federal Reserve Bank of Kansas City

Patty Biesemeyer (TEL: 816-881-2464; FAX: 816-881-2252)

Federal Reserve Bank of Dallas

Rob Jolley (TEL: 214-922-6071; FAX: 214-922-6302)

Federal Reserve Bank of San Francisco

Michael Johnson (TEL: 415-974-2995; FAX: 415-974-3031)

Board of Governors of the Federal Reserve System

Freedom of Information Office (TEL: 202-452-3684; FAX: 202-872-7562, and 202-872-7565)