

FEDERAL RESERVE SYSTEM**Change in Bank Control Notices; Acquisitions of Shares of Banks or Bank Holding Companies**

The notificants listed below have applied under the Change in Bank Control Act (12 U.S.C. 1817(j)) and § 225.41 of the Board's Regulation Y (12 CFR 225.41) to acquire a bank or bank holding company. The factors that are considered in acting on the notices are set forth in paragraph 7 of the Act (12 U.S.C. 1817(j)(7)).

The notices are available for immediate inspection at the Federal Reserve Bank indicated. The notices also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing to the Reserve Bank indicated for that notice or to the offices of the Board of Governors. Comments must be received not later than October 2, 1998.

A. Federal Reserve Bank of Minneapolis (JoAnne F. Lewellen, Assistant Vice President) 90 Hennepin Avenue, P.O. Box 291, Minneapolis, Minnesota 55480-0291:

1. *Robert Rice*, Pipestone, Minnesota; to acquire voting shares of Citizens State Bank of Arlington, Arlington, South Dakota.

Board of Governors of the Federal Reserve System, September 14, 1998.

Robert deV. Frierson,

Associate Secretary of the Board.

[FR Doc. 98-24973 Filed 9-16-98; 8:45 am]

BILLING CODE 6210-01-F

FEDERAL RESERVE SYSTEM**Formations of, Acquisitions by, and Mergers of Bank Holding Companies**

The companies listed in this notice have applied to the Board for approval, pursuant to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 *et seq.*) (BHC Act), Regulation Y (12 CFR Part 225), and all other applicable statutes and regulations to become a bank holding company and/or to acquire the assets or the ownership of, control of, or the power to vote shares of a bank or bank holding company and all of the banks and nonbanking companies owned by the bank holding company, including the companies listed below.

The applications listed below, as well as other related filings required by the Board, are available for immediate inspection at the Federal Reserve Bank indicated. The application also will be available for inspection at the offices of the Board of Governors. Interested

persons may express their views in writing on the standards enumerated in the BHC Act (12 U.S.C. 1842(c)). If the proposal also involves the acquisition of a nonbanking company, the review also includes whether the acquisition of the nonbanking company complies with the standards in section 4 of the BHC Act. Unless otherwise noted, nonbanking activities will be conducted throughout the United States.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than October 12, 1998.

A. Federal Reserve Bank of Atlanta (Lois Berthaume, Vice President) 104 Marietta Street, N.W., Atlanta, Georgia 30303-2713:

1. *Oconee Financial Corporation*, Watkinsville, Georgia; to become a bank holding company by acquiring 100 percent of the voting shares of Oconee State Bank, Watkinsville, Georgia.

B. Federal Reserve Bank of Minneapolis (JoAnne F. Lewellen, Assistant Vice President) 90 Hennepin Avenue, P.O. Box 291, Minneapolis, Minnesota 55480-0291:

1. *Northern Star Financial, Inc.*, Mankato, Minnesota; to become a bank holding company by acquiring 100 percent of the voting shares of Northern Star Bank, Mankato, Minnesota.

C. Federal Reserve Bank of San Francisco (Maria Villanueva, Manager of Analytical Support, Consumer Regulation Group) 101 Market Street, San Francisco, California 94105-1579:

1. *California Community Financial Institutions Fund Limited Partnership*, San Francisco, California; Belvedere Capital Partners, Inc., San Francisco, California; and California Financial Bancorp, Newport Beach, California; to acquire 100 percent of the voting shares of The Bank of Orange County, Fountain Valley, California.

2. *California Community Financial Institutions Fund Limited Partnership*, San Francisco, California; Belvedere Capital Partners, Inc., San Francisco, California; and California Financial Bancorp, Newport Beach, California; to merge with Downey Bancorp, Downey, California, and thereby indirectly acquire Downey National Bank, Downey, California.

Board of Governors of the Federal Reserve System, September 11, 1998.

Robert deV. Frierson,

Associate Secretary of the Board.

[FR Doc. 98-24943 Filed 9-16-98; 8:45 am]

BILLING CODE 6210-01-F

FEDERAL RESERVE SYSTEM**Formations of, Acquisitions by, and Mergers of Bank Holding Companies**

The companies listed in this notice have applied to the Board for approval, pursuant to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 *et seq.*) (BHC Act), Regulation Y (12 CFR Part 225), and all other applicable statutes and regulations to become a bank holding company and/or to acquire the assets or the ownership of, control of, or the power to vote shares of a bank or bank holding company and all of the banks and nonbanking companies owned by the bank holding company, including the companies listed below.

The applications listed below, as well as other related filings required by the Board, are available for immediate inspection at the Federal Reserve Bank indicated. The application also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the standards enumerated in the BHC Act (12 U.S.C. 1842(c)). If the proposal also involves the acquisition of a nonbanking company, the review also includes whether the acquisition of the nonbanking company complies with the standards in section 4 of the BHC Act. Unless otherwise noted, nonbanking activities will be conducted throughout the United States.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than October 12, 1998.

A. Federal Reserve Bank of Richmond (A. Linwood Gill III, Assistant Vice President) 701 East Byrd Street, Richmond, Virginia 23261-4528:

1. *Travelers Rest Bancshares, Inc.*, Travelers Rest, South Carolina; to become a bank holding company by acquiring 100 percent of the voting shares of Bank of Travelers Rest, Travelers Rest, South Carolina.

B. Federal Reserve Bank of Atlanta (Lois Berthaume, Vice President) 104 Marietta Street, N.W., Atlanta, Georgia 30303-2713:

1. *The Colonial BancGroup, Inc.*, Montgomery, Alabama; to merge with TB&T, Inc., Dallas, Texas, and thereby indirectly acquire Texas Bank & Trust, Dallas, Texas.

C. Federal Reserve Bank of Kansas City (D. Michael Manies, Assistant Vice President) 925 Grand Avenue, Kansas City, Missouri 64198-0001:

1. *Gold Banc Corporation, Inc.*, Leawood, Kansas; to acquire up to 100 percent of the voting shares of Citizens

Bancorporation, Inc., Tulsa, Oklahoma, and thereby indirectly acquire Citizens Bank of Tulsa, Tulsa, Oklahoma.

Board of Governors of the Federal Reserve System, September 14, 1998.

Robert deV. Frierson,

Associate Secretary of the Board.

[FR Doc. 98-24970 Filed 9-16-98; 8:45 am]

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FEDERAL RESERVE SYSTEM

Formations of, Acquisitions by, and Mergers of Bank Holding Companies; Correction

This notice corrects a notice (FR Doc. 98-24490) published on pages 48732 and 48733 of the issue for Friday, September 11, 1998.

Under the Federal Reserve Bank of Minneapolis heading, the entry for Lake Bank Shares, Inc., Employee Stock Ownership Plan, Albert Lea, Minnesota, is revised to read as follows:

A. Federal Reserve Bank of Minneapolis (JoAnne F. Lewellen, Assistant Vice President) 90 Hennepin Avenue, P.O. Box 291, Minneapolis, Minnesota 55480-0291:

1. *Lake Bank Shares, Inc., Employee Stock Ownership Plan*, Albert Lea, Minnesota; to become a bank holding company by acquiring 30 percent of the voting shares of Lake Bank Shares, Inc., Albert Lea, Minnesota, and thereby indirectly acquire Security Bank Minneapolis, Albert Lea, Minnesota and First State bank of Emmons, Emmons, Minnesota.

Comments on this application must be received by October 8, 1998.

Board of Governors of the Federal Reserve System, September 14, 1998.

Robert deV. Frierson,

Associate Secretary of the Board.

[FR Doc. 98-24972 Filed 9-16-98; 8:45 am]

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FEDERAL RESERVE SYSTEM

Notice of Proposals to Engage in Permissible Nonbanking Activities or to Acquire Companies that are Engaged in Permissible Nonbanking Activities

The companies listed in this notice have given notice under section 4 of the Bank Holding Company Act (12 U.S.C. 1843) (BHC Act) and Regulation Y, (12 CFR Part 225) to engage *de novo*, or to acquire or control voting securities or assets of a company, including the companies listed below, that engages either directly or through a subsidiary or other company, in a nonbanking activity

that is listed in § 225.28 of Regulation Y (12 CFR 225.28) or that the Board has determined by Order to be closely related to banking and permissible for bank holding companies. Unless otherwise noted, these activities will be conducted throughout the United States.

Each notice is available for inspection at the Federal Reserve Bank indicated. The notice also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the question whether the proposal complies with the standards of section 4 of the BHC Act.

Unless otherwise noted, comments regarding the applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than October 1, 1998.

A. Federal Reserve Bank of Kansas City (D. Michael Manies, Assistant Vice President) 925 Grand Avenue, Kansas City, Missouri 64198-0001:

1. *Davis Bancorporation, Inc.*, Davis, Oklahoma to acquire an additional 5.26 percent, for a total of 14.89 percent, of the voting shares of FBC Financial Corporation, Claremore, Oklahoma, and thereby indirectly acquire 1st Bank Oklahoma, Claremore, Oklahoma, and thereby engage in operating a thrift depository institution pursuant to section 225.28(b)(4) of Regulation Y.

2. *First Centralia Bancshares, Inc.*, Centralia, Kansas; to acquire an additional 5.26 percent, for a total of 14.89 percent, of the voting shares of FBC Financial Corporation, Claremore, Oklahoma, and thereby indirectly acquire 1st Bank Oklahoma, Claremore, Oklahoma, and thereby engage in operating a thrift depository institution pursuant to section 225.28(b)(4) of Regulation Y.

3. *Morrill Bancshares, Inc.*, Sabetha, Kansas; to acquire directly and indirectly an additional 15.78 percent, for a total of 44.67 percent, of the voting shares of FBC Financial Corporation, Claremore, Oklahoma, and thereby indirectly acquire 1st Bank Oklahoma, Claremore, Oklahoma, and thereby engage in operating a thrift depository institution pursuant to section 225.28(b)(4) of Regulation Y.

Board of Governors of the Federal Reserve System, September 11, 1998.

Robert deV. Frierson,

Associate Secretary of the Board.

[FR Doc. 98-24942 Filed 9-16-98; 8:45 am]

BILLING CODE 6210-01-F

FEDERAL RESERVE SYSTEM

Notice of Proposals to Engage in Permissible Nonbanking Activities or to Acquire Companies that are Engaged in Permissible Nonbanking Activities

The companies listed in this notice have given notice under section 4 of the Bank Holding Company Act (12 U.S.C. 1843) (BHC Act) and Regulation Y, (12 CFR Part 225) to engage *de novo*, or to acquire or control voting securities or assets of a company, including the companies listed below, that engages either directly or through a subsidiary or other company, in a nonbanking activity that is listed in § 225.28 of Regulation Y (12 CFR 225.28) or that the Board has determined by Order to be closely related to banking and permissible for bank holding companies. Unless otherwise noted, these activities will be conducted throughout the United States.

Each notice is available for inspection at the Federal Reserve Bank indicated. The notice also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the question whether the proposal complies with the standards of section 4 of the BHC Act.

Unless otherwise noted, comments regarding the applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than October 2, 1998.

A. Federal Reserve Bank of Atlanta (Lois Berthaume, Vice President) 104 Marietta Street, N.W., Atlanta, Georgia 30303-2713:

1. *Compass Bancshares, Inc.*, Birmingham, Alabama; to acquire Albrecht & Associates, Inc., Houston, Texas, and thereby engage in financial and advisory activities, pursuant to § 225.28(b)(6) of Regulation Y.

2. *TIB Financial Corporation*, Key Largo, Florida; to acquire through its subsidiary, TIB Software & Services, Inc., Key Largo, Florida, a 30 percent interest in ERAS Joint Venture, Miami, Florida, and thereby engage in data processing activities, pursuant to § 225.28(b)(14) of Regulation Y.

B. Federal Reserve Bank of Chicago (Philip Jackson, Applications Officer) 230 South LaSalle Street, Chicago, Illinois 60690-1413:

1. *ANB Corporation*, Muncie, Indiana; to retain 15 percent of the voting shares of American National Trust and Investment Management Company, Muncie, Indiana, and thereby engage in trust company functions, pursuant to § 225.28(b)(5) of Regulation Y.