

Citizens National Bancshares, Inc., Hammond, Louisiana, and thereby indirectly acquire Citizens National Bank, Hammond, Louisiana.

2. *SouthTrust Corporation*, Birmingham, Alabama, and SouthTrust of Mississippi, Biloxi, Mississippi; to merge with CNB Capital Corporation, Pascagoula, Mississippi, and thereby indirectly acquire Citizens National Bank, Pascagoula, Mississippi.

3. *Royal Bank Group of Acadiana Partnership*, Lafayette, Louisiana; to become a bank holding company by acquiring 32 percent of LBA Bankgroup Inc., Lafayette, Louisiana, which will change its name to Royal Bankgroup of Acadiana Inc., Lafayette, Louisiana, and thereby indirectly acquire Bank of Lafayette, Lafayette, Louisiana and LBA Bank, Lafayette, Louisiana.

Bank Investors Limited Partnership, Lafayette, Louisiana owns 78 percent and Chance Investment Inc., Lafayette, Louisiana, owns 1 percent of LBA Bankgroup, Inc., Lafayette, Louisiana, and have applied to become bank holding companies and to acquire LBA Bank, Lafayette, Louisiana.

**C. Federal Reserve Bank of St. Louis** (Randall C. Sumner, Vice President) 411 Locust Street, St. Louis, Missouri 63166:

1. *Wilmot Bank Holding Company*, Wilmot, Arkansas; to become a bank holding company by acquiring 70.75 percent of the voting shares of Wilmot State Bank, Wilmot, Arkansas.

**D. Federal Reserve Bank of Minneapolis** (James M. Lyon, Vice President) 250 Marquette Avenue, Minneapolis, Minnesota 55480:

1. *Norwest Corporation*, Minneapolis, Minnesota; to acquire 100 percent of the voting shares of United Texas Financial Corporation, Wichita Falls, Texas, and thereby indirectly acquire Parker Square Bank, N.A., Wichita Falls, Texas, and First State Bank, Archer City, Texas.

2. *Norwest Corporation*, Minneapolis, Minnesota; to acquire 100 percent of the voting shares of Goldenbanks of Colorado, Inc., Golden, Colorado, and thereby indirectly acquire Goldenbank National Association, Golden, Colorado; Goldenbank National Association, Englewood, Colorado; Goldenbank National Association, Westminster, Westminster, Colorado; and Goldenbank, Applewood, Wheat Ridge, Colorado.

**E. Federal Reserve Bank of Dallas** (Genie D. Short, Vice President) 2200 North Pearl Street, Dallas, Texas 75201-2272:

1. *Cullen/Frost Bankers, Inc.*, San Antonio, Texas; to merge with Valley Bancshares, Inc., McAllen, Texas, and thereby indirectly acquire The Valley National Bank, McAllen, Texas.

Board of Governors of the Federal Reserve System, January 23, 1995.

**Jennifer J. Johnson**,  
*Deputy Secretary of the Board.*

[FR Doc. 95-2053 Filed 1-26-95; 8:45 am]

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**National Bancorp, Inc.; Notice of Application to Engage de novo in Permissible Nonbanking Activities**

The company listed in this notice has filed an application under § 225.23(a)(1) of the Board's Regulation Y (12 CFR 225.23(a)(1)) for the Board's approval under section 4(c)(8) of the Bank Holding Company Act (12 U.S.C. 1843(c)(8)) and § 225.21(a) of Regulation Y (12 CFR 225.21(a)) to commence or to engage *de novo*, either directly or through a subsidiary, in a nonbanking activity that is listed in § 225.25 of Regulation Y as closely related to banking and permissible for bank holding companies. Unless otherwise noted, such activities will be conducted throughout the United States.

The application is available for immediate inspection at the Federal Reserve Bank indicated. Once the application has been accepted for processing, it will also be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the question whether consummation of the proposal can "reasonably be expected to produce benefits to the public, such as greater convenience, increased competition, or gains in efficiency, that outweigh possible adverse effects, such as undue concentration of resources, decreased or unfair competition, conflicts of interests, or unsound banking practices." Any request for a hearing on this question must be accompanied by a statement of the reasons a written presentation would not suffice in lieu of a hearing, identifying specifically any questions of fact that are in dispute, summarizing the evidence that would be presented at a hearing, and indicating how the party commenting would be aggrieved by approval of the proposal.

Comments regarding the application must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than February 10, 1995.

**A. Federal Reserve Bank of Chicago** (James A. Bluemle, Vice President) 230 South LaSalle Street, Chicago, Illinois 60690:

1. *National Bancorp, Inc.*, Streamwood, Illinois; to engage *de novo* through its subsidiary National Bancorp Data System, Inc., Melrose Park, Illinois,

in providing data processing and related services for Applicant's subsidiaries: AmericanMidwest Bank & Trust, Melrose Park, Illinois, and American National Bank of DeKalb County, Sycamore, Illinois, and also Applicant's affiliate bank: First Bank of Schaumburg, Inc., Schaumburg, Illinois, pursuant to § 225.25(b)(7) of the Board's Regulation Y.

Board of Governors of the Federal Reserve System, January 23, 1995.

**Jennifer J. Johnson**,  
*Deputy Secretary of the Board.*

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BILLING CODE 6210-01-F

**Norwest Corporation, et al.; Acquisitions of Companies Engaged in Permissible Nonbanking Activities**

The organizations listed in this notice have applied under § 225.23(a)(2) or (f) of the Board's Regulation Y (12 CFR 225.23(a)(2) or (f)) for the Board's approval under section 4(c)(8) of the Bank Holding Company Act (12 U.S.C. 1843(c)(8)) and § 225.21(a) of Regulation Y (12 CFR 225.21(a)) to acquire or control voting securities or assets of a company engaged in a nonbanking activity that is listed in § 225.25 of Regulation Y as closely related to banking and permissible for bank holding companies. Unless otherwise noted, such activities will be conducted throughout the United States.

Each application is available for immediate inspection at the Federal Reserve Bank indicated. Once the application has been accepted for processing, it will also be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the question whether consummation of the proposal can "reasonably be expected to produce benefits to the public, such as greater convenience, increased competition, or gains in efficiency, that outweigh possible adverse effects, such as undue concentration of resources, decreased or unfair competition, conflicts of interests, or unsound banking practices." Any request for a hearing on this question must be accompanied by a statement of the reasons a written presentation would not suffice in lieu of a hearing, identifying specifically any questions of fact that are in dispute, summarizing the evidence that would be presented at a hearing, and indicating how the party commenting would be aggrieved by approval of the proposal.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank

indicated for the application or the offices of the Board of Governors not later than

**A. Federal Reserve Bank of Minneapolis** (James M. Lyon, Vice President) 250 Marquette Avenue, Minneapolis, Minnesota 55480:

1. *Norwest Corporation*, Minneapolis, Minnesota; to acquire Stan-Shaw Corporation, Anaheim Hills, California, and thereby engage in acting as trustee under deeds of trust, preparing and filing notices of default, reconveyances and related documents, pursuant to § 225.25(b)(3) of the Board's Regulation Y.

2. *Norwest Corporation*, Minneapolis, Minnesota; to acquire Directors Mortgage Loan Corporation, Riverside, California, and thereby engage in (1) the origination, sale and servicing of residential single-family, first mortgage loans, the retention, purchase and sale of servicing rights associates with such mortgage loans, pursuant to § 225.25(b)(1) of the Board's Regulation Y, and (2) the acquisition of 24.6 percent of Mission Savings and Loan Association, Riverside, California, pursuant to § 225.25(b)(9) of the Board's Regulation Y.

3. *Norwest Corporation*, Minneapolis, Minnesota; to acquire Directors Insurance Service, Riverside, California, and thereby engage in (1) providing, as agent for various insurance underwriters, a full line of home mortgage insurance products, including mortgage life, flood, and earthquake insurance, pursuant to section 4(c)(8)(G) of the Bank Holding Company Act.

Board of Governors of the Federal Reserve System, January 23, 1995.

**Jennifer J. Johnson**,

*Deputy Secretary of the Board.*

[FR Doc. 95-2055 Filed 1-26-95; 8:45 am]

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### **John William Staley; Change in Bank Control Notice**

#### **Acquisition of Shares of Banks or Bank Holding Companies**

The notificant listed below has 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 notices are set forth in paragraph 7 of the Act (12 U.S.C. 1817(j)(7)).

The notice is available for immediate inspection at the Federal Reserve Bank indicated. Once the notice has been accepted for processing, it will also 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 the notice or to the offices of the Board of Governors. Comments must be received not later than February 10, 1995.

**A. Federal Reserve Bank of Atlanta** (Zane R. Kelley, Vice President) 104 Marietta Street, N.W., Atlanta, Georgia 30303:

1. *John William Staley*, Nashville, Tennessee; to retain 10.66 percent of the voting shares of First Pikeville Bancshares, Inc., Pikeville, Tennessee, and thereby retain shares of First National Bank of Pikeville, Pikeville, Tennessee.

Board of Governors of the Federal Reserve System, January 23, 1995.

**Jennifer J. Johnson**,

*Deputy Secretary of the Board.*

[FR Doc. 95-2056 Filed 1-26-95; 8:45 am]

BILLING CODE 6210-01-F

### **FEDERAL TRADE COMMISSION**

[File No. 921-0071]

#### **Del Monte Foods Company, et al.; Proposed Consent Agreement With Analysis to Aid Public Comment**

**AGENCY:** Federal Trade Commission.

**ACTION:** Proposed consent agreement.

**SUMMARY:** In settlement of alleged violations of federal law prohibiting unfair acts and practices and unfair methods of competition, this consent agreement, accepted subject to final Commission approval, would require, among other things, the California-based corporations to obtain, for ten years, Commission approval before acquiring any stock or assets of a United States canned fruit manufacturer, and before entering into a variety of marketing, packing, or other agreements with competitors.

**DATES:** Comments must be received on or before March 28, 1995.

**ADDRESSES:** Comments should be directed to: FTC/Office of the Secretary, Room 159, 6th Street and Pennsylvania Avenue, N.W., Washington, DC 20580.

**FOR FURTHER INFORMATION CONTACT:** Ronald Rowe, FTC/S-2105, Washington, DC 20580. (202) 326-2610.

**SUPPLEMENTARY INFORMATION:** Pursuant to Section 6(f) of the Federal Trade Commission Act, 38 Stat. 721, 15 U.S.C. 46 and Section 2.34 of the Commission's Rules of Practice (16 CFR 2.34), notice is hereby given that the following consent agreement containing a consent order to cease and desist, having been filed with and accepted, subject to final

approval, by the Commission, has been placed on the public record for a period of sixty (60) days. Public comment is invited. Such comments or views will be considered by the Commission and will be available for inspection and copying at its principal office in accordance with Section 4.9(b)(6)(ii) of the Commission's Rules of Practice (16 CFR 4.9(b)(6)(ii)).

In the Matter of DEL MONTE FOODS COMPANY, a corporation; DEL MONTE CORPORATION, a corporation; and PACIFIC COAST PRODUCERS, a corporation, File No. 921-0071.

#### **Agreement Containing Consent Order**

The Federal Trade Commission ("Commission") having initiated an investigation of certain agreements entered into by Del Monte Corporation, a wholly-owned subsidiary of Del Monte Foods Company (hereinafter collectively referred to as "Del Monte"), and Pacific Coast Producers ("PCP"), and it now appearing that Del Monte and PCP, hereinafter sometimes referred to as "proposed respondents," are willing to enter into an agreement containing an order ("Agreement") to terminate such agreements between Del Monte and PCP, to cease and desist from certain acts, and to provide for certain other relief,

It is hereby agreed by and among proposed respondents, by their duly authorized officers and attorneys, and counsel for the Federal Trade Commission that:

1. Proposed respondent Del Monte Corporation, a wholly-owned subsidiary of Del Monte Foods Company, is a corporation organized, existing, and doing business under and by virtue of the laws of the State of New York, with its office and principal place of business located at One Market Plaza, San Francisco, California 94119.

2. Proposed respondent Del Monte Foods Company is a corporation organized, existing, and doing business under and by virtue of the laws of the State of Maryland, with its office and principal place of business at One Market Plaza, San Francisco, California 94119.

3. Proposed respondent Pacific Coast Producers is a corporation organized, existing, and doing business under and by virtue of the laws of the State of California, with its office and principal place of business at 631 N. Cluff Avenue, Lodi, California 95240.

4. Proposed respondents admit all the jurisdictional facts set forth in the draft of complaint.

5. Proposed respondents waive:

- any further procedural steps;
- the requirement that the Commission's decision contain a