

Manning, Spearfish, South Dakota; Marylu Ledebuhr and Roger Ledebuhr, both of Eden Prairie, Minnesota; to acquire additional voting shares of First Midwest Financial, Inc., Storm Lake, Iowa, and thereby indirectly acquire voting shares of Security State Bank, Stuart, Iowa, and First Federal Savings Bank of the Midwest, Storm Lake, Iowa.

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

1. *Paul Stephen Lindholm*, Clarkfield, Minnesota; to acquire voting shares of Clarkfield Holding Company, Clarkfield, Minnesota, and thereby indirectly acquire voting shares of Farmers and Merchants State Bank of Clarkfield, Inc., Clarkfield, Minnesota.

2. *Sevrin G. Steen Trust, Sevrin G. Steen trustee*, Clinton, Minnesota; to acquire voting shares of Clinton Bancshares, Inc., Clinton, Minnesota, and thereby indirectly acquire voting shares of Clinton State Bank, Clinton, Minnesota.

Board of Governors of the Federal Reserve System, February 3, 1999.

Robert deV. Frierson,

Associate Secretary of the Board.

[FR Doc. 99-3012 Filed 2-8-99; 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 March 5, 1999.

A. Federal Reserve Bank of Boston (Richard Walker, Community Affairs Officer) 600 Atlantic Avenue, Boston, Massachusetts 02106-2204:

1. *Chittenden Corporation*, Burlington, Vermont; to merge with Vermont Financial Services Corp., Brattleboro, Vermont, and thereby indirectly acquire Vermont National Bank, Brattleboro, Vermont, and United Bank, Greenfield, Massachusetts.

B. Federal Reserve Bank of New York (Betsy Buttrill White, Senior Vice President) 33 Liberty Street, New York, New York 10045-0001:

1. *The Fuji Bank, Limited*, Tokyo, Japan; to acquire more than 50 percent of the voting shares of Yasuda Trust and Banking Company, Ltd., Tokyo, Japan.

C. Federal Reserve Bank of Cleveland (Paul Kaboth, Banking Supervisor) 1455 East Sixth Street, Cleveland, Ohio 44101-2566:

1. *First National Bancorp*, Hamilton, Ohio; to merge with Sand Ridge Financial Corporation, Highland, Indiana, and thereby indirectly acquire Sand Ridge Bank, Highland, Indiana.

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

1. *ANB Corporation*, Muncie, Indiana; to acquire 100 percent of the voting shares of Farmers State Bancorp, Union City, Ohio, and thereby indirectly acquire Farmers State Bank of Union City, Union City, Ohio.

E. Federal Reserve Bank of St. Louis (Randall C. Sumner, Vice President) 411 Locust Street, St. Louis, Missouri 63102-2034:

1. *Clark County Bancshares, Inc.*, Wyaconda, Missouri; to acquire 30.25 percent of the voting shares of Memphis Bancshares, Inc., Memphis, Missouri (in organization), and thereby indirectly acquire Community Bank of Memphis, Memphis, Missouri (in organization).

Comments regarding this application must be received not later than March 1, 1999.

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

1. *BW Bancorp*, Woodbury, Minnesota; to become a bank holding company by acquiring 100 percent of

the voting shares of Boundary Waters Community Bank, Ely, Minnesota, a *de novo* bank.

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

1. *First National Agency, Inc.*, Wayne, Nebraska; to acquire 16.13 percent of the voting shares of B.W. Bancorp, Woodbury, Minnesota, and thereby indirectly acquire voting shares of Boundary Waters Community Bank, Ely, Minnesota, a *de novo* bank (in organization).

H. Federal Reserve Bank of Dallas (W. Arthur Tribble, Vice President) 2200 North Pearl Street, Dallas, Texas 75201-2272:

1. *Sam Houston Financial Corp.*, Huntsville, Texas, and Huntsville Holding, Inc., Wilmington, Delaware; to become bank holding companies by acquiring 100 percent of the voting shares of The First State Bank, Kosse, Texas.

Board of Governors of the Federal Reserve System, February 3, 1999.

Robert deV. Frierson,

Associate Secretary of the Board.

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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