

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 April 22, 1999.

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

1. *Cathy Grissom Bolding, Nancy Grissom Wilson*, both of Oklahoma City, Oklahoma, and Robert Randal Grissom, Ardmore, Oklahoma; to acquire voting shares of Lincoln Financial Corporation, Ardmore, Oklahoma, and thereby indirectly acquire voting shares of Lincoln Bank & Trust Company, Ardmore, Oklahoma.

2. *Michael Dean Stevens and Kimberly S. Stevens*, both of Sublette, Kansas; to acquire voting shares of Santa Fe Trail Banc, Shares, Inc., Sublette, Kansas, and thereby indirectly acquire voting shares of Centra Bank, Sublette, Kansas.

3. *Rodger L. Van Loenen*, Prairie View, Kansas; to acquire voting shares of Phillips Holdings, Inc., Phillipsburg, Kansas, and thereby indirectly acquire voting shares of Farmers State Bank, Phillipsburg, Kansas.

Board of Governors of the Federal Reserve System, April 2, 1999.

Jennifer J. Johnson,

Secretary of the Board.

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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 May 3, 1999.

A. Federal Reserve Bank of Philadelphia (Michael E. Collins, Senior Vice President) 100 North 6th Street, Philadelphia, Pennsylvania 19105-1521:

1. *Sterling Financial Corporation*, Lancaster, Pennsylvania; to acquire 100 percent of the voting shares of Northeast Bancorp, Inc., North East, Maryland, and thereby indirectly acquire The First National Bank of North East, North East, Maryland.

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

1. *Decatur Corporation*, Leon, Iowa; to merge with Spectrum Bancorporation, Inc., Omaha, Nebraska, and thereby acquire Rushmore Financial Services, Inc., Omaha, Nebraska, Rushmore Bank & Trust Company, Rapid City, South Dakota, and F&M Bank, Watertown, South Dakota.

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

1. *Central Financial Corporation*, Hutchinson, Kansas; to acquire 10 percent of the voting shares of Mid-America Bancorp, Inc., Jewell, Kansas, and thereby indirectly acquire Heartland Bank, N.A., Jewell, Kansas.

D. Federal Reserve Bank of Dallas (W. Arthur Tribble, Vice President) 2200

North Pearl Street, Dallas, Texas 75201-2272:

1. *Sterling Bancshares, Inc.*, Houston, Texas, and Sterling Bancorporation, Inc., Wilmington, Delaware; to merge with B.O.A. Bancshares, Inc., Houston, Texas, and thereby indirectly acquire Houston Commerce Bank, Houston, Texas.

Board of Governors of the Federal Reserve System, April 2, 1999.

Jennifer J. Johnson,

Secretary of the Board.

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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 May 3, 1999.

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

1. *Passumpsic Bancorp*, St. Johnsbury, Vermont; to engage *de novo* through its subsidiary, Passumpsic Bank, FSB, Littleton, New Hampshire, in operating a savings association, pursuant to § 225.28(b)(4)(ii).