

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 May 12, 1998.

A. Federal Reserve Bank of Minneapolis (Karen L. Grandstrand, Vice President) 90 Hennepin Avenue, P.O. Box 291, Minneapolis, Minnesota 55480-0291:

1. *1996 Radcliffe Family Irrevocable Trust*, Tomah, Wisconsin; to acquire additional voting shares of BRAD, Inc., Black River Falls, Wisconsin, and thereby indirectly acquire Black River Country Bank, Black River Falls, Wisconsin.

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

1. *J.L. and Delene Stuart Qualified Family Partnership, L.P.*; and *Ned and Margaret Stuart Qualified Family Partnership, L.P.*, both of Shattuck, Oklahoma; to acquire voting shares of Shattuck Bancshares, Inc., Shattuck, Oklahoma, and thereby indirectly acquire voting shares of Shattuck National Bank, Shattuck, Oklahoma.

Board of Governors of the Federal Reserve System, April 22, 1998.

Jennifer J. Johnson,

Deputy Secretary of the Board.

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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 May 22, 1998.

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

1. *Star Banc Corporation*, Cincinnati, Ohio; to acquire 100 percent of the voting shares of Trans Financial, Inc., Bowling Green, Kentucky, and thereby indirectly acquire Trans Financial Bank, NA, Bowling Green, Kentucky, and Trans Financial Bank Tennessee, NA, Nashville, Tennessee.

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

1. *Community Bankshares, Inc.*, Orangeburg, South Carolina; to acquire 100 percent of the voting shares of Florence National Bank, Florence, South Carolina (in organization).

C. Federal Reserve Bank of Minneapolis (Karen L. Grandstrand, Vice President) 90 Hennepin Avenue, P.O. Box 291, Minneapolis, Minnesota 55480-0291:

1. *Avon State Bank Employee Stock Ownership Plan*, Avon, Minnesota; to acquire 36.1 percent of the voting shares of Avon Bancshares, Inc., Avon, Minnesota, and thereby indirectly acquire Avon State Bank, Avon, Minnesota.

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

1. *Heritage Financial Corporation*, Olympia, Washington; to merge with North Pacific Bancorporation, Tacoma, Washington, and thereby indirectly acquire North Pacific Bank, Tacoma, Washington.

Board of Governors of the Federal Reserve System, April 22, 1998.

Jennifer J. Johnson,

Deputy 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 12, 1998.

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

1. *National Australia Bank Limited*, Melbourne, Australia; to acquire indirectly through Homeside Lending, Inc., Jacksonville, Florida, certain assets and assume certain liabilities of Banc One Mortgage Corporation, Indianapolis, Indiana, and thereby engage in mortgage banking activities and servicing loans, pursuant to §§ 225.28(b)(1) and (b)(2) of the Board's Regulation Y.

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

1. *Palm Desert Investments*, Palm Desert, California; to engage *de novo* in acting as a "finder" in bringing together buyers and sellers in connection with the sale of automated teller machines ("ATMs") or management rights with respect to such ATMs, pursuant to § 225.28(b)(14) of the Board's Regulation Y.