

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

1. *Morgantown Bancshares, Inc.*, Morgantown, West Virginia; to become a bank holding company by acquiring 100 percent of the voting shares of Citizens Bank of Morgantown, Morgantown, West Virginia.

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

1. *Rockhold BanCorp.*, Kirksville, Missouri; to become a bank holding company by acquiring 100 percent of the voting shares of Bank of Kirksville, Kirksville, Missouri.

2. *Unity Bancshares, L.L.C.*, St. Louis, Missouri; to become a bank holding company by acquiring 54.3 percent of the voting shares of St. Johns Bancshares, Inc., St. Louis, Missouri, and thereby indirectly acquire St. Johns Bank and Trust Company, St. Louis, Missouri.

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

1. *Texas Financial Bancorporation, Inc.*, Minneapolis, Minnesota; to acquire 86.49 percent of the voting shares of Community Bank of Arizona, Wickenburg, Arizona.

2. *Texas Financial Bancorporation, Inc.*, Minneapolis, Minnesota; to acquire 100 percent of Conrad Company, Minneapolis, Minnesota, which owns 98.84 percent of the voting shares of The Bank of Santa Fe, Santa Fe, New Mexico, and 100 percent of the voting shares of Farmers State Bank of Montana, Conrad, Montana, and 36.60 percent of the voting shares of National Mercantile Bancorp, Los Angeles, California, which owns 100 percent of the voting shares of Mercantile National Bank, Los Angeles, California.

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

1. *Urban Bank, Makati City*, Philippines; to become a bank holding company by acquiring 100 percent of the voting shares of Redwood Bancorp, San Francisco, California, and thereby indirectly acquire Redwood Bank, San Francisco, California.

Board of Governors of the Federal Reserve System, November 12, 1997.

Jennifer J. Johnson,
Deputy Secretary of the Board.

[FR Doc. 97-30157 Filed 11-17-97; 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 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 December 2, 1997.

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

1. *Citizens Bancshares Corporation*, Atlanta, Georgia; to acquire FSB Mortgage Services, Inc., Decatur, Georgia, and thereby engage in providing residential mortgage lending and mortgage brokering services, pursuant to §§ 225.28(b)(1) & (2) of the Board's Regulation Y. This activity will be conducted throughout the state of Georgia.

Board of Governors of the Federal Reserve System, November 12, 1997.

Jennifer J. Johnson,
Deputy Secretary of the Board.

[FR Doc. 97-30155 Filed 11-17-97; 8:45 am]

BILLING CODE 6210-01-F

FEDERAL RESERVE SYSTEM

Sunshine Act Meeting

AGENCY HOLDING THE MEETING: Board of Governors of the Federal Reserve System.

TIME AND DATE: 11:00 a.m., Monday, November 24, 1997.

PLACE: Marriner S. Eccles Federal Reserve Board Building, 20th and C Streets, N.W., Washington, D.C. 20551.
STATUS: Closed.

MATTERS TO BE CONSIDERED:

1. Proposals regarding the schematic design and costs of a Federal Reserve Bank's new building project.

2. Federal Reserve Bank and Branch director appointments.

3. Personnel actions (appointments, promotions, assignments, reassignments, and salary actions) involving individual Federal Reserve System employees.

4. Any items carried forward from a previously announced meeting.

CONTACT PERSON FOR MORE INFORMATION: Joseph R. Coyne, Assistant to the Board; 202-452-3204.

SUPPLEMENTARY INFORMATION: You may call 202-452-3206 beginning at approximately 5 p.m. two business days before the meeting for a recorded announcement of bank and bank holding company applications scheduled for the meeting; or you may contact the Board's Web site at <http://www.bog.frb.fed.us> for an electronic announcement that not only lists applications, but also indicates procedural and other information about the meeting.

Dated: November 14, 1997.

Jennifer J. Johnson,
Deputy Secretary of the Board.

[FR Doc. 97-30429 Filed 11-14-97; 3:40 pm]

BILLING CODE 6210-01-P

FEDERAL TRADE COMMISSION

Granting of Request for Early Termination of the Waiting Period Under the Premerger Notification Rules

Section 7A of the Clayton Act, 15 U.S.C. 18a, as added by Title II of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, requires persons contemplating certain mergers or acquisitions to give the Federal Trade Commission and the Assistant Attorney General advance notice and to wait designated periods before consummation of such plans. Section 7A(b)(2) of the Act permits the agencies, in individual cases, to terminate this waiting period prior to its expiration and requires that notice of this action be published in the **Federal Register**.

The following transactions were granted early termination of the waiting period provided by law and the premerger notification rules. The grants were made by the Federal Trade

Commission and the Assistant Attorney General for the Antitrust Division of the Department of Justice. Neither agency intends to take any action with respect to these proposed acquisitions during the applicable waiting period.

TRANSACTIONS GRANTED EARLY TERMINATION BETWEEN 10-13-97 AND 10-24-97

Name of acquiring person, name of acquired person, name of acquired entity	PMN No.	Date terminated
Edward P. Fitts, Jr., Temple-Inland, Inc., Temple-Inland Food Service Corporation	97-3532	10/14/97
The Estee Lauder Companies, Inc., Sassaby, Inc., Sassaby, Inc	97-3678	10/14/97
Philip Services Corporation, Southern Foundry Supply, Inc., Southern Foundry Supply, Inc	97-3469	10/15/97
Philip Services Corporation, Noah Liff, Steiner-Liff Iron & Metal Company; McKinley Iron, Inc	97-3475	10/15/97
Philip Services Corporation, Robert H. Wilson, Shredders, Inc	97-3476	10/15/97
Philip Services Corporation (a Canadian company), Albert A. Baisley, Southern Alloys and Metals Corporation	97-3477	10/15/97
PhyCor, West Florida Medical Center Clinic, P.A., West Florida Medical Center Clinic, P.A	97-3595	10/15/97
Laidlaw, Inc., Spectrum Healthcare Services, Inc., Spectrum Emergency Care, Inc	97-3598	10/15/97
Mr. Sumner M. Redstone, Raymond B. Bottom, Jr., Centennial Communications, Inc	97-3613	10/15/97
ALZA Corporation, Hoechst AG (a German company), Hoechst Marion Russel, Inc	97-3621	10/15/97
Pioneer Companies, Inc., Imperial Chemical Industries PLC, a British company, ICI Americas, Inc., ICI Canada, Inc	97-3657	10/15/97
AAR Corp., William R. Higgins, ATR International, Inc	97-3667	10/15/97
Samuel H. Howard, Baptist Hospital, Inc., Health Net TNCARE HMO, Inc. & Health Net Management	97-3671	10/15/97
Illinois Tool Works Inc., Jack E. and Margaret C. Caveney, Panduit Corp	97-3674	10/15/97
Paul G. Desmarais, Partners Limited, London Insurance Group Inc	97-3677	10/15/97
Philips Electronics N.V., Mr. T. Russell Shields, Shields Enterprises, Inc	97-3679	10/15/97
Mr. T. Russell Shields, Philips Electronics N.V., Navigation Technologies Corporation	97-3680	10/15/97
Bandag, Inc., James R. Pickel, Jr., Universal Tire, Inc	97-3683	10/15/97
Great Lakes Chemical Corporation, Great Lakes Chemical Corporation, Octel Associates (an English Partnership)	97-3687	10/15/97
Viad Corp, Game Financial Corporation, Game Financial Corporation	97-3703	10/15/97
General Electric Company, Dale Larson, LTC, Inc	98-0011	10/15/97
Jeffrey J. Prosser, Atlantic Tele-Network, Inc., Emerging Communications, Inc	98-0013	10/15/97
Booth Creek Partners Limited II, LLP, Loon Mountain Recreation Corporation, Loon Mountain Recreation Corporation	98-0018	10/15/97
AMF Bowling, Inc., C. Dwight Mitchum, Jr., Mitchum Interest & Holdings, Inc	98-0023	10/15/97
Anderson News Corporation, ARAMARK Corporation, ARAMARK Magazine & Book Services, Inc	98-0028	10/15/97
General Electric Company, The Greenbrier Companies, Greenbrier Capital Corporation	98-0033	10/15/97
BASF AG, Olin Corporation, Olin Corporation	98-0037	10/15/97
Triarc Companies, Inc., Cable Car Beverage Corporation, Cable Car Beverage Corporation	98-0044	10/15/97
Western Resources Inc., Centennial Security Holdings, Inc., Centennial Security Holdings, Inc	98-0054	10/15/97
Fremont Partners, LP, Kinetic Concepts, Inc., Kinetic Concepts, Inc	98-0056	10/15/97
The Carpenters Pension Trust for Southern California, Kinetic Concepts, Inc., Kinetic Concepts, Inc	98-0057	10/15/97
Siebec plc, Eaton Corporation, Eaton Corporation	97-3659	10/16/97
TA Advent VII, LP, Eight In One Pet Products, Inc., Eight In One Pet Products, Inc	98-0053	10/16/97
Discovery Communications, Inc., Lowell W. Paxson, Paxson Communications Corporation	97-3686	10/17/97
The Seagram Company Ltd (a Canadian company), Sumner M. Redstone, USA Networks; Sci-Fi Channel Europe, LLC	97-3699	10/17/97
Standard Management Corporation, Savers Life Insurance Company, Savers Life Insurance Company	97-3536	10/18/97
Rochling Industrie Verwaltung GmbH, Kolbenschmidt AG, Kolbenschmidt AG	97-3516	10/20/97
Travelers Group, Inc., Morgan Stanley, Dean Witter, Discover & Co., Van Kampen American Capital, Inc	97-3554	10/20/97
Credit Suisse Group, Winterthur Swiss Insurance Group, Winterthur Swiss Insurance Group	97-3658	10/20/97
United Payors & United Providers, Inc., Principal Mutual Life Insurance Company, UP & UP, Inc. (f/k/a America's Health Plan)	97-3673	10/20/97
General Electric Company, Cameron Truesdell, LTC, Inc	98-0016	10/20/97
Promus Hotel Corporation, Doubletree Corporation, Doubletree Corporation	98-0039	10/20/97
Doubletree Corporation, Promus Hotel Corporation, Promus Hotel Corporation	98-0040	10/20/97
Suiza Foods Corporation, The Spencer Companies Incorporated, The Midsouth Ince Company	98-0045	10/20/97
William M. Lewis, Staffing Resources, Inc., Staffing Resources, Inc	98-0046	10/20/97
Staffing Resources, Inc., William M. Lewis, Career Personnel Services, Inc.; Career Blazers Learnin	98-0047	10/20/97
Halter Marine Group, Inc., Wallace K. Fisk, Jr., AmClyde Engineered Products, Inc	98-0067	10/20/97
Jupiter Partners LP, George W. Perry, West Ark Garment Manufacturing Inc., West Ark Garment	98-0070	10/20/97
I.G. Gesign, Inc., William E. Ott, Brookhurst, Inc	98-0077	10/20/97
Saratoga Partners III, L.P., Koppers Industries, Inc., Koppers Industries, Inc	98-0080	10/20/97
I.G. Design, Inc., I.G. Design, Inc., I.C. Isaacs & Company, L.P	98-0082	10/20/97
Carlisle Companies Incorporated, Tilden Corporation, Tilden Corporation	98-0091	10/20/97
Robert M. McClory, Trustee for R.M. McClory Jr. Trust, U.S. Office Products Company, U.S. Office Products Company	98-0092	10/20/97
U.S. Office Products Company, Robert M. McClory, Trustee for R.M. McClory, Jr. Trust, Compel Corp	98-0093	10/20/97
U.S. Office Products Company, Daniel Lee Davis Trustee for the Daniel Lee Davis Trus, Compel Corp	98-0094	10/20/97
Triumph Group, Inc., Stolper-Fabralloy Company, LLC, Stolper-Fabralloy Company, LLC	98-0096	10/20/97
Building Materials Holding Corporation, Lone Star Plywood & Door Corp., Lone Star Plywood & Door Corp	98-0097	10/20/97
Thiokol Corporation, Carlyle-Blade Acquisition Partners, LP, Howmet International Inc	98-0105	10/20/97
The B.F. Goodrich Company, Rohr, Inc., Rohr, Inc	98-0106	10/20/97
Superfos a/s (a Danish company), J.B. Coxwell Contracting, Inc., J.B. Coxwell Contracting, Inc	98-0108	10/20/97
MicroAge, Inc., Microretailing, Inc., Microretailing, Inc	98-0114	10/20/97
Insignia Financial Group, Inc., Apollo Real Estate Investment Fund II, L.P., First Winthrop Corporation	98-0117	10/20/97

TRANSACTIONS GRANTED EARLY TERMINATION BETWEEN 10-13-97 AND 10-24-97—Continued

Name of acquiring person, name of acquired person, name of acquired entity	PMN No.	Date terminated
U.S. Products Company, Jack and Frances Meehan, Aztec International Inc	98-0130	10/20/97
Jack and Frances Meehan, U.S. Office Products Company, U.S. Office Products Company	98-0131	10/20/97
Sinclair Broadcast Group, Inc., Edmund J. Muniz, Phase II Broadcasting, Inc	97-3228	10/21/97
LCI International, Inc., USLD Communications Corp., USLD Communications Corp	98-0066	10/21/97
UPM-Kymmene Oy, Fletcher Challenge Limited, Blandin Paper Company	98-0068	10/21/97
Evergreen Media Corporation, Katz Media Group, Inc., Katz Media Group, Inc	97-2910	10/22/97
Tyler Capital Fund, L.P., American Pad & Paper Company, American Pad & Paper Company	98-0024	10/22/97
REMEC, Inc., Q-bit Corporation, Q-bit Corporation	98-0076	10/22/97
Cincinnati Bell Inc., Maritz Inc., Maritz Inc	98-0111	10/22/97
American Oncology Resources, Inc., Florida Community Cancer Centers, Florida Community Cancer Centers	98-0126	10/22/97
Jonathan O. Lee, Fesil ASA, Fesil ASA	98-0127	10/22/97
United States Filter Corporation, Memtec Limited, Memtec Limited	97-3589	10/23/97
Big Flower Press Holdings, Inc., Columbine BIAS, Ltd., Columbine JDS Systems, Inc	97-3640	10/24/97
Morrison Knudsen Corporation, Dennis R. Washington, Montana Resources, Inc	97-3689	10/24/97
Mark Torrance, Getty Investments L.L.C., Getty Images	97-3691	10/24/97
Getty Investments L.L.C., Mark Torrance, PhotoDisc, Inc	97-3692	10/24/97
SmithKline Beecham PLC, Aradigm Corporation, Aradigm Corporation	98-0010	10/24/97
Republic Industries, Inc., Wm. Fletcher Belcher, Jim Quinlan Chevrolet, Inc	98-0020	10/24/97
Republic Industries, Inc., James G. Quinlan, Quinlan Motors, Inc	98-0021	10/24/97
Glenayre Technologies, Inc., Wireless Access, Inc., Wireless Access, Inc	98-0048	10/24/97
American Financial Group, Inc., General Accident p.l.c. (a Scottish corporation), General Accident Life Assurance of Puerto Rico	98-0052	10/24/97
International Paper Company, Taussig's Graphic Supply, Inc., Taussig's Graphic Supply, Inc	98-0059	10/24/97
PP&L Resources, Inc., Marilyn Ware Lewis, Penn Fuel Gas, Inc	98-0071	10/24/97
TA/Advent VIII, LP, Frank Deverse, International Microcircuits, Inc	98-0088	10/24/97
Jewish Hospital Healthcare, Inc., Humana Inc., Lexington Hospital and Eagle Creek Medical Plaza	98-0089	10/24/97
Apollo Investment Fund III, L.P., Apollo LCA Acquisition Corporation, Apollo LCA Acquisition Corporation	98-0103	10/24/97
CMT Associates, L.P., Patricia E. Rodeheaver, Custom Design Telephone Systems, Inc	98-0112	10/24/97
FS Equity Partners III, L.P., New York Times Company (The), New York Times Company (The)	98-0113	10/24/97
Indiana Farm Bureau, Inc., United Homes Life Ins. Co., United Homes Life Ins. Co	98-0116	10/24/97
BW Provisions, Inc., Vowles, Inc., Vowles, Inc	98-0118	10/24/97
General Motors Corporation, General Electric Company, GE Capital Asset Management Corporation and/or Newco	98-0121	10/24/97
Hilton Hotels Corporation, Hilton Hotels Corporation, Bally's Olympia Limited Partnership	98-0138	10/24/97
AMF Bowling, Inc., Family Gold Centers, Inc., Lake Grove Family Grove Centers, Inc	98-0144	10/24/97
M. Francois Pinault, Taylor Electric Supply, Inc., Taylor Electric Supply, Inc	98-0146	10/24/97
Thomas H. Lee Equity Fund III, LP, The South African Breweries Limited (a S. Africa Co.), Vistar, Inc	98-0153	10/24/97
The South African Breweries Limited (a S. Africa Co.), Thomas H. Lee Equity Fund, III, LP, Safelite Glass Corp	98-0154	10/24/97
Bandag, Incorporated, Kim Lorenz, Sound Tire, Inc	98-0155	10/24/97
Reed International P.L.C., Anasazi, Inc., Anasazi, Inc	98-0156	10/24/97
Elsevier, NV, Anasazi, Inc., Anasazi, Inc	98-0157	10/24/97
The Chase Manhattan Corporation, Apollo LCA Acquisition Corporation, Apollo LCA Acquisition Corporation	98-0159	10/24/97
Bandag, Incorporated, John Winkes, Sound Tire, Inc	98-0163	10/24/97
Eastern Environmental Services, Inc., Ambrose Hamm, Hamms's Sanitation, Inc.; H.S.S	98-0175	10/24/97
Eos Partners, L.P., Allen E. Steiner, Interstate Consolidation, Inc./Interstate Consolidation	98-0180	10/24/97
Eos Partners, L.P., Gary I. Goldfein, Interstate Consolidation, Inc./Interstate Consolidation	98-0181	10/24/97
Warburg, Pincus Capital, L.P., Transkaryotic Therapies, Inc., Transkaryotic Therapies, Inc	98-0185	10/24/97
Richard B. Cohen, Merrill Lynch Capital Appreciation Partnership No. IX, Pathmark Stores, Inc. and Plainbridge, Inc	98-0188	10/24/97
DRAKA Holding, Mr. William H. Combs, III, Tamaqua Cable Products Corp	98-0189	10/24/97
CGW Southeast Partners III, L.P., J. Russell Flowers, Central States Diversified, Inc	98-0195	10/24/97
Saratoga Partners III, L.P., KSCO Management, L.P., KSCO Acquisition Corporation	98-0198	10/24/97
Hancock Fabrics, Inc., Silas Creek Retail, Inc., (Debtor-in-Possession), Silas Creek Retail, Inc	98-0206	10/24/97
Jordan Industries, Inc., E.D. and C. Company, Inc., E.D. and C. Company, Inc	98-0213	10/24/97

FOR FURTHER INFORMATION CONTACT:

Sandra M. Peay or Parcellena P. Fielding, Contact Representatives,
Federal Trade Commission, Premerger
Notification Office, Bureau of
Competition, Room 303, Washington,
DC 20580, (202) 326-3100.

By Direction of the Commission.

Donald S. Clark,

Secretary.

[FR Doc. 97-30257 Filed 11-17-97; 8:45 am]

BILLING CODE 6750-01-M

FEDERAL TRADE COMMISSION

**Granting of Request for Early
Termination of the Waiting Period
Under the Premerger Notification
Rules**

Section 7A of the Clayton Act, 15 U.S.C. 18a, as added by Title II of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, requires persons contemplating certain mergers