

errors in competitors' end user 911 data and in the proper functioning of competitors' trunking facilities.

8. *Compliance with Section 272.* In addition to making findings regarding Ameritech's compliance with section 271(c)(1)(A) and with the competitive checklist, the Commission addresses, pursuant to section 271(d)(3)(B), whether Ameritech has demonstrated that the requested authorization will be carried out in accordance with section 272. The Commission concludes that, based on its current and past behavior, Ameritech has failed to demonstrate that it will carry out the requested authorization in accordance with the requirements of section 272.

9. Specifically, the Commission concludes that Ameritech's corporate structure is not in compliance with the section 272(b)(3) requirement that its interLATA affiliate (ACI) maintain "separate" directors from the operating company (Ameritech Michigan). In particular, the Commission finds that under Delaware and Michigan corporate law, Ameritech Corporation has the duties, responsibilities, and liabilities of a director for both ACI and Ameritech Michigan. As a result, ACI lacks the independent management intended by the separate director requirement.

10. Additionally, the Commission concludes that Ameritech has failed to demonstrate that it will carry out the requested authorization in accordance with the section 272(b)(5) requirements that all transactions between Ameritech Michigan and ACI be conducted on an arm's length basis, be reduced to writing, and be available for public inspection. Specifically, the Commission finds that Ameritech has failed to disclose publicly the rates for all of the transactions between Ameritech and ACI. Moreover, it appears that Ameritech and ACI have not disclosed publicly all of their transactions as required by section 272(b)(5). Accordingly, if Ameritech continues its present behavior, and does not remedy these problems, it would not be in compliance with the requirements of section 272(b)(5).

11. *Public Interest.* Based on the Commission's conclusions that Ameritech has not implemented fully the competitive checklist and has not complied with the requirements of section 272, the Commission denies Ameritech's application for authorization to provide in-region, interLATA telecommunications services in Michigan. As a result, the Commission need not reach the further question of whether the requested authorization is consistent with the

public interest, convenience and necessity, as required by section 271(d)(3)(C). The Commission believes, however, that, provided the competitive checklist, public interest, and other requirements of section 271 are satisfied, BOC entry into the long distance market will further Congress' objectives of promoting competition and deregulation of telecommunication markets. In order to expedite such entry, the Commission believes it would be useful to identify certain issues for the benefit of future applicants and commenting parties, including the relevant state commission and the Department of Justice, relating to the meaning and scope of the public interest inquiry mandated by Congress. Accordingly, the Commission identifies the various factors it will consider and balance in undertaking a public interest analysis. The Commission notes that the presence or absence of any one factor will not dictate the outcome of its public interest inquiry. The Commission emphasizes, however, that it is not examining the public interest showing made in Ameritech's application, nor is the discussion intended to be an exhaustive analysis of the scope of the Commission's public interest inquiry generally.

12. *Other Matters.* In order to provide guidance to Ameritech, the Department of Justice, the Michigan Public Service Commission, and other interested parties, the Commission briefly addresses, but does not make any findings with respect to, certain other matters raised in the record. These matters include: the pricing requirements of the competitive checklist; Ameritech's compliance with remaining checklist requirements; Ameritech's inbound telemarketing script; Ameritech's intraLATA toll service; and access to customer proprietary network information. Federal Communications Commission.

**William F. Caton,**

*Acting Secretary.*

[FR Doc. 97-22548 Filed 8-22-97; 8:45 am]

BILLING CODE 6712-01-P

## 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 September 18, 1997.

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

1. *North Fork Bancorporation, Inc.*, Melville, New York; to acquire 100 percent of the voting shares of Branford Savings Bank, Branford, Connecticut.

**B. Federal Reserve Bank of Minneapolis** (Karen L. Grandstrand, Vice President) 250 Marquette Avenue, Minneapolis, Minnesota 55480-2171:

1. *Anderson Financial Group, Inc.*, Golden Valley, Minnesota; to become a bank holding company by acquiring 100 percent of the voting shares of Northern National Bank, Nisswa, Minnesota, a *de novo* bank.

2. *International Bancorporation*, Golden Valley, Minnesota; to acquire 100 percent of the voting shares of Northern National Bank, Nisswa, Minnesota, a *de novo* bank.

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

1. *Citizens Bankers, Inc.*, Baytown, Texas, and Citizens Bankers of Delaware, Wilmington, Delaware; to acquire 100 percent of the voting shares of First National Bank of Bay City, Bay City, Texas.

Board of Governors of the Federal Reserve System, August 19, 1997.  
**Jennifer J. Johnson,**  
*Deputy Secretary of the Board.*  
 [FR Doc. 97-22428 Filed 8-22-97; 8:45 am]  
 BILLING CODE 6210-01-F

**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: 7-21-97 AND 8-1-97

| Name of acquiring person, name of acquired person, name of acquired entity  | PMN number | Date terminated |
|---|------------|-----------------|
| Wu-Fu Chen, Cisco Systems, Inc., Cisco Systems, Inc   | 97-2647    | 07/22/97        |
| Cisco Systems, Inc., Ardent Communications Corporation, Ardent Communications Corporation   | 97-2648    | 07/22/97        |
| Dycom Industries, Inc., Thomas Polis, Communications Construction Group, Inc  | 97-2678    | 07/22/97        |
| Dycom Industries, Inc., George Tamasi, Communications Construction Group, Inc   | 97-2679    | 07/22/97        |
| Ellis & Everard plc (a British company), Estate of Peter E. Macy, Mozel, Incorporated   | 97-2728    | 07/22/97        |
| John C. Malone, Tele-Communications, Inc., Tele-Communications, Inc   | 97-2764    | 07/22/97        |
| Lason, Inc., Horizon Capital Partners I Limited Partnership, Image Conversion Systems, Inc  | 97-2795    | 07/22/97        |
| BAA plc (a British company), Duty Free International, Inc., Duty Free International, Inc  | 97-2798    | 07/22/97        |
| Equus Equity Appreciation Fund, L.P., Lunn Industries, Inc., Newco  | 97-2801    | 07/22/97        |
| Atlantic Express Transportation Group, Inc., Thomas and Marlene Denev (Husband and Wife), Central New York Coach Sales and Service, Inc | 97-2803    | 07/22/97        |
| James E. Lewis, Grand Metropolitan PLC (a British company), The Pillsbury Company   | 97-2806    | 07/22/97        |
| NetManage, Inc., Network Software Associates, Inc., Network Software Associates, Inc  | 97-2809    | 07/22/97        |
| Michael Krupp, Greif Bros. Corporation, Down River International, Inc   | 97-2810    | 07/22/97        |
| Joseph P. Goryeb, Champion Mortgage Servicing Corp., Champion Mortgage Servicing Corp   | 97-2812    | 07/22/97        |
| Republic Industries, Inc., Snappy Car Rental Inc., Snappy Car Rental Inc  | 97-2816    | 07/22/97        |
| Douglas R. Knight, U.S. Office Products Company, U.S. Office Products Company   | 97-2820    | 07/22/97        |
| Roger S. Penske, Outboard Marine Corporation, Outboard Marine Corporation   | 97-2847    | 07/22/97        |
| FrontierVision Partners, L.P., Cablevision Systems Corporation, A-R Cable Services—ME, Inc  | 97-2549    | 07/23/97        |
| Dassault Systems S.A., Solidworks Corporation, Solidworks Corporation   | 97-2609    | 07/23/97        |
| Suiza Foods Corporation, Alan J. Bernon, Garelick Farms, Inc  | 97-2690    | 07/23/97        |
| Suiza Foods Corporation, Peter M. Bernon, Garelick Farms, Inc   | 97-2700    | 07/23/97        |
| Evergreen Media Corporation, Deseret Management Corporation, Bonneville International Corporation                                       | 97-2789    | 07/23/97        |
| Ford Motor Company, Textron, Inc., Avco Financial Services of Hollywood, Florida, Inc   | 97-2826    | 07/24/97        |
| The Chase Manhattan Corporation, Robert L. Fisher, Valley Industries, Inc   | 97-2588    | 07/25/97        |
| BTR, plc, American Manufacturing Corporation, Limitorque Corporation  | 97-2741    | 07/25/97        |
| Hugo E. Pimienta, PICO Holding, Inc., American Physicians Life Insurance Company  | 97-2754    | 07/25/97        |
| Andrew G. Vajna, Cinergi Pictures Entertainment Cinergi Pictures Entertainment  | 97-2830    | 07/25/97        |
| Central Louisiana Electric Company, Inc., Teche Electric Cooperative, Inc., Teche Electric Cooperative, Inc                             | 97-2831    | 07/25/97        |
| ICN Pharmaceuticals, Inc., Dr. h.c. Paul Sacher, F. Hoffmann-LaRoche Ltd., Syntex   | 97-2684    | 07/28/97        |
| Dr. h.c. Paul Sacher, ICN Pharmaceuticals, Inc., ICN Pharmaceuticals, Inc   | 97-2685    | 07/28/97        |
| Partners HealthCare Systems, Inc., AtlantiCare Corporation, AtlanticCare Medical Center, Inc  | 97-2723    | 07/28/97        |
| FKI plc, Bridon plc, Bridon plc   | 97-2756    | 07/28/97        |
| Gardena Holding AG, O'Sullivan Corporation, Melnor, Inc. and Melnor, Canada, Ltd  | 97-2834    | 07/28/97        |
| The Edward W. Scripps Trust, Harte-Hanks Communications, Inc., Harte-Hanks Communications, Inc  | 97-2837    | 07/28/97        |
| Windward Capital Associates, L.P., E.I. du Pont de Nemours and Company, Bio-Tech Resources, LP, Canadian Harvest, LP, DCV               | 97-2839    | 07/28/97        |
| Windward Capital Associates, L.P., ConAgra, Inc., DCV Biologics LP, Ducoa L.P., Bio-Technological                                       | 97-2840    | 07/28/97        |
| Metropolitan Life Insurance Company, ConAgra, Inc., DCV Inc., et al   | 97-2841    | 07/28/97        |
| Metropolitan Life Insurance Company, E.I. du Pont de Nemours & Company, DCV, Inc., M-Cap Technologies, Int'l                            | 97-2842    | 07/28/97        |
| Rail Partners, L.P., James River Corporation of Virginia, Pennington Railroad, Inc  | 97-2848    | 07/28/97        |
| Don Tyson, Dan J. Costa, Mallard's Food Products, Inc   | 97-2851    | 07/28/97        |
| Bruce G. Robert QTIP Martial Trust, Hoya Corporation, Probe Technology Corporation  | 97-2852    | 07/28/97        |
| Welsh, Carson, Anderson, & Stowe, VII, L.P., Control Data Systems, Inc., Control Data Systems, Inc                                      | 97-2854    | 07/28/97        |
| Welsh, Carson, Anderson & Stowe, VII, L.P., Newco, Newco  | 97-2855    | 07/28/97        |
| Hicks, Muse, Tate & Furst Equity Fund III, L.P., Ply Gem Industries, Inc., Ply Gem Industries, Inc                                      | 97-2869    | 07/28/97        |
| Neff Corporation, George M. Bragg, Bragg Investment Company, Inc  | 97-2872    | 07/28/97        |
| United States Surgical Corporation, Progressive Angioplasty Systems, Inc., Progressive Angioplasty Systems, Inc                         | 97-2873    | 07/28/97        |
| Frank Litvack, United States Surgical Corporation, United States Surgical Corporation   | 97-2874    | 07/28/97        |
| Henry Schein, Inc., Ernest Sandler, IDE Interstate, Inc.  | 97-2878    | 07/28/97        |