

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1982 No. 27)

Actions of the Board; Applications and Reports
Received During the Week Ending July 3, 1982

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Meeting of the Consumer Advisory Council to be held on July 28 and 29, in sessions open to the public in Terrace Room E of the Board's Martin Building.

Extension of the comment period until July 26 on proposed revision of Regulation T.

- Chicago Citizens Bank Holding, Inc., Mukwonago, Wisconsin, extension of time to August 31, 1982, within which to acquire 80 percent or more of the voting shares of Citizens Bank of Mukwonago, Mukwonago, Wisconsin. 1/
- Dallas Crowley Holding Company, Crowley, Texas, extension of time to August 16, 1982, within which to acquire The Bank of Crowley, Crowley, Texas. 1/
- Chicago First Union Bancorporation, Inc., Streator, Illinois, extension of time to September 24, 1982, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to The Union National Bank of Streator, Streator, Illinois. 1/
- Kansas City Midland Capital Co., Oklahoma City, Oklahoma, extension of time to August 2, 1982, within which to acquire Midland Leasing Co., Oklahoma City, Oklahoma. 1/
- Dallas Northwest Bancshares, Inc., Houston, Texas, extension of time to September 28, 1982, within which to acquire Northwest Bank and Trust, Houston, Texas. 1/
- Chicago Salem Financial Corporation, Goshen, Indiana, extension of time to October 14, 1982, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Salem Bank and Trust Company, Goshen, Indiana. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

- Dallas Texas American Bancshares, Inc., Fort Worth, Texas, extension of time to October 3, 1982, within which to acquire and open Charter National Bank, Plano, Texas. 1/
- Dallas Victoria Bankshares, Inc., Victoria, Texas, extension of time to September 3, 1982, within which to acquire The First National Bank of Gonzales, Gonzales, Texas. 1/
- Chicago Iowa Trust & Savings Bank, Emmetsburg, Iowa, an investment in bank premises. 1/
- Cleveland Somerset Trust Company, Somerset, Pennsylvania, an investment in bank premises. 1/
- Chicago American State Bank of Springfield, Springfield, Illinois, proposed merger with AS Bank of Springfield, Springfield, Illinois, under the charter of AS Bank of Springfield and title of American State Bank of Springfield; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Angleton Bank of Commerce, Angleton, Texas, proposed merger with New Angleton Bank of Commerce, Angleton, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Bank of San Jacinto County, Coldspring, Texas, proposed merger with New Bank of San Jacinto County, Coldspring, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- New York CF National Bank, Glen Rock, New Jersey, proposed consolidation with Citizens First National Bank of New Jersey, Ridgewood, New Jersey; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Farmers State Bank of Somonauk, Somonauk, Illinois, proposed merger with Republic Bank of Somonauk, Somonauk, Illinois, under the charter of Republic Bank of Somonauk and title of Farmers State Bank of Somonauk; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta First American Bank and Trust, Vacherie, Louisiana, proposed merger with First American Interim Bank, Vacherie, Louisiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

- Dallas First National Bank of Celeste, Celeste, Texas, proposed merger with New Celeste Bank, Celeste, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- New York First National Bank of Central Jersey, Bridgewater Township, New Jersey, proposed merger with Manville National Bank, Manville, New Jersey; report to the Comptroller of the Currency on competitive factors. 1/
- Dallas First National Bank of Graham, Graham, Texas, proposed merger with New First State Bank in Graham, Graham, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- St. Louis Liberty National Bank and Trust Company of Louisville, Louisville, Kentucky, proposed merger with United Kentucky Bank, Inc., Louisville, Kentucky; report to the Comptroller of the Currency on competitive factors. 1/
- Dallas New Merchants and Planters National Bank of Sherman, Sherman, Texas, proposed merger with The Merchants and Planters National Bank of Sherman, Sherman, Texas; report to the Comptroller of the Currency on competitive factors. 1/
- San Francisco SND Interim National Bank, Encinitas, California, proposed merger with San Dieguito National Bank, Encinitas, California, under the charter of the former and the title of the latter; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Second National Bank of Plainfield, Plainfield, Indiana, proposed merger with First National Bank and Trust Company of Plainfield, Plainfield, Indiana, under the charter of Second National Bank of Plainfield, and title of First National Bank and Trust Company of Plainfield; report to the Comptroller of the Currency on competitive factors. 1/
- Richmond Virginia National Bank, Norfolk, Virginia, proposed merger with Farmers Bank of Mathews, Mathews, Virginia; report to the Comptroller of the Currency on competitive factors. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-ContinuedTo Establish a Domestic Branch Pursuant to Section 9 of the Federal Reserve Act

- Approved
- Philadelphia Girard Bank, Bala Cynwyd, Pennsylvania. To establish a branch office to be located at 115-117 West State Street, Media, Pennsylvania. 1/
- Cleveland The Provident Bank, Cincinnati, Ohio. To establish a branch at Northland Boulevard, City of Forest Park, Cincinnati, Hamilton County, Ohio. 1/
- Cleveland The Provident Bank, Cincinnati, Ohio. To establish a branch at 3815 Ledgewood Avenue, Cincinnati, Hamilton County, Ohio. 1/
- Richmond United Virginia Bank, Richmond, Virginia. To establish a branch in the Manassas Junction Shopping Center, at the intersection of Centreville Road and Liberia Avenue, Manassas, Virginia. 1/
- Richmond Bank of Virginia, Richmond, Virginia. To establish a branch at 1235 Jefferson Davis Highway, Arlington, Virginia. 1/
- Atlanta Trust Company Bank, Atlanta, Georgia. To establish an automated teller machine at the Roswell-Wieuca Shopping Center at the intersection of Roswell Road and Wieuca Road, Atlanta, Georgia. 1/
- Atlanta Flagship Bank of Tampa, Tampa, Florida. To establish a branch located at 4900 West Kennedy, Tampa, Florida. 1/
- New York The Bank of New York, New York, New York. To establish a branch near Belli's Shopping Center, 4050 North Buffalo Road, (Unincorporated area), Town of Orchard Park, Erie County, New York. 1/
- New York The Bank of New York, New York, New York. To establish a branch near the intersection of Delaware Avenue and Nash Road, Village of Kenmore, Erie County, New York. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-ContinuedTo Merge Pursuant to Section 18(c) of the Federal
Deposit Insurance Act

Approved

Atlanta Royal Trust Company of Tampa, Tampa, Florida, to merge
with Royal Trust Bank of Orlando, Orlando, Florida,
and Royal Trust Bank of St. Petersburg, St. Petersburg,
Florida. 1/

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Issued Intent to Not to Disapprove Change of Control
Pursuant to Change in Bank Control Act of 1978

Not Disapproved

Kansas City Citizens State Banco, Lincoln, Nebraska. 1/

Kansas City Farm and Home Insurance Agency, Inc., Lyons, Nebraska. 1/

Kansas City Choctaw Bancorp., Inc., Choctaw, Oklahoma. 1/

Kansas City Harvard Tower Holding Corporation, Tulsa, Oklahoma. 1/

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Applications and Notifications for International Invest-
ments and Other Actions Pursuant to Sections 25 and
25(a) of the Federal Reserve Act and Sections 4(c)(9)
and 4(c)(13) of the Bank Holding Company Act of 1956,
as amended

Approved

New York Citibank, N.A., New York, New York: grants consent that
Grindlays is not a subsidiary of Citibank but rather
is a Citibank joint venture.

Sixty Day Notification Period Allowed to Expire

New York The Chase Manhattan Bank N.A., New York, New York: no
objection to establish branches in Argentina through
its acquisition of the present offices of its sub-
sidiary bank, Chase Bank S.A., Buenos Aires, Argentina.

1/ Application processed on behalf of the Board of Governors under delegated
authority.

ACTIONS OF THE BOARD-Continued

Sixty Day Notification Period Waived

Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania: no objection to invest in Mellon Overseas Capital N.V., Curacao, Netherlands Antilles.

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To Establish an Overseas Branch of a Member Bank Pursuant to Section 25 of the Federal Reserve Act

Cleveland Approved
The First National Bank of Cincinnati, Cincinnati, Ohio: grants consent to establish a branch in George Town, Grand Cayman, Cayman Islands.

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To Establish a U.S. Branch of an Edge Act Corporation Pursuant to Section 25(a) of the Federal Reserve Act

Philadelphia Approved
Philadelphia International Bank, New York, New York: grants consent to move its home office from New York, New York to Philadelphia, Pennsylvania and to establish a branch in Los Angeles, California.

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To Form a Bank Holding Company Pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956

Minneapolis Withdrawn
Southern Minnesota Bancshares, Inc., Wells, Minnesota, for approval to acquire 81.33 percent of the voting shares of Security State Bank of Wells, Wells, Minnesota.

New York Approved
Citizens First Bancorp, Inc., Glen Rock, New Jersey, for approval to acquire 100 percent of the voting shares of Citizens First National Bank of New Jersey, Ridgewood, New Jersey. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

- Atlanta Keystone Securities, Inc., Keystone Heights, Florida, for approval to acquire at least 51 percent of the voting shares of Keystone State Bank, Keystone Heights, Florida. 1/
- Chicago W B BANCORP, INC., New Berlin, Illinois, for approval to acquire at least 80 percent of the voting shares of Warren-Boynton State Bank, New Berlin, Illinois. 1/
- Chicago W.S.B. Inc., Washington, Iowa, for approval to acquire at least 80 percent of the voting shares of Washington State Bank, Washington, Iowa. 1/
- St. Louis Citizens First Bancorp, Inc., Ownesboro, Kentucky, for approval to acquire 100 percent of the voting shares of the successor by merger to Citizens State Bank, Ownesboro, Kentucky. 1/
- Minneapolis Financial Services of Winger, Inc., Winger, Minnesota, for approval to acquire at least 96.6 percent of the voting shares of Farmers State Bank of Winger, Winger, Minnesota. 1/
- Minneapolis First Rushmore Bancshares, Inc., Rushmore, Minnesota, for approval to retain an additional 58.33 percent of the voting shares of First State Bank of Rushmore, Rushmore, Minnesota. 1/
- Minneapolis McLeod Bancshares, Inc., Glencoe, Minnesota, for approval to acquire at least 86.27 percent of the voting shares of First National Bank of Glencoe, Glencoe, Minnesota. 1/
- Minneapolis Teton Bancshares, Inc., Fairfield, Montana, for approval to acquire 100 percent of the voting shares of The First National Bank of Fairfield, Fairfield, Montana. 1/
- Minneapolis Trimont Bancorporation, Inc., Trimont, Minnesota, for approval to acquire at least 88 percent of the voting shares of Triumph State Bank, Trimont, Minnesota. 1/
- Kansas City CNB Bancorporation, Inc., Seiling, Oklahoma, for approval to acquire at least 80 percent of the voting shares of Community National Bank, Seiling, Oklahoma, a proposed new bank. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

- Kansas City The First National Bancorporation of Heavener, Oklahoma, Inc., Heavener, Oklahoma, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Heavener, Heavener, Oklahoma. 1/
- Kansas City Guaranty, Inc., Beloit, Kansas, for approval to acquire at least 96.4 percent of the voting shares of Guaranty State Bank and Trust Company, Beloit, Kansas. 1/
- Kansas City Western Bancshares of Farmington, Inc., Farmington, New Mexico, for approval to acquire at least 80 percent of the voting shares of Western Bank, Farmington, New Mexico. 1/
- Kansas City Westminster Bankshares, Ltd., Denver, Colorado, for approval to acquire 100 percent of the voting shares of The Bank of Westminster, Westminster, Colorado, a proposed new bank. 1/
- Dallas Kerrville Bancshares, Inc., Kerrville, Texas, for approval to acquire at least 80 percent of the voting shares of The Bank of Kerrville, Kerrville, Texas. 1/
- Dallas Winn Bancshares, Inc., Winnfield, Louisiana, for approval to acquire at least 80 percent of the voting shares of Winn State Bank and Trust Company, Winnfield, Louisiana. 1/

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To Expand a Bank Holding Company Pursuant to Section 3(a)(3) of the Bank Holding Company Act of 1956

- Dallas Withdrawn
Consolidated Bancshares, Inc., Abilene, Texas, for approval to acquire 100 percent of the voting shares of American National Bank, Wichita Falls, Texas, Travis Bank & Trust, Austin, Texas and Western State Bank, Midland, Texas.
- Atlanta Approved
Southern Bancorp, Inc., Waycross, Georgia, for approval to acquire at least 55.2 percent of the voting shares of The Exchange Bank, Douglas, Georgia. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

- St. Louis Union Planters Corporation, Memphis, Tennessee, for approval to acquire 100 percent of the voting shares of the successor by merger to Bank of Eagleville, Eagleville, Tennessee. 1/
- Kansas City Affiliated Bank Corporation of Wyoming, Casper, Wyoming, for approval to acquire at least 95 percent of the voting shares of Fossil Butte National Bank, Kemmerer, Wyoming. 1/
- Dallas First City Financial Corporation, Hobbs, New Mexico, for approval to acquire 100 percent of the voting shares of First City National Bank, Ruidoso, New Mexico, a proposed new bank. 1/
- Dallas Mercantile Texas Corporation, Dallas, Texas, for approval to acquire 100 percent of the voting shares of Brazosport Bank of Texas, Freeport, Texas. 1/
- San Francisco U.S. Bancorp, Portland, Oregon, for approval to acquire 100 percent of the voting shares of Bank of Milton-Freewater, Milton-Freewater, Oregon, a proposed new bank. 1/

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To Expand a Bank Holding Company Pursuant to Section 4(c)(8) of the Bank Holding Company Act of 1956

- Kansas City Withdrawn
Eagle Agency, Inc., Eagle, Colorado, for approval to acquire the assets of Win Stephens Companies, Inc., Minneapolis, Minnesota, and engage indirectly in automobile leasing through a de novo subsidiary, Adams Leasing Corporation, Minneapolis, Minnesota. 1/
- New York Approved
The Chase Manhattan Corporation, New York, New York, for approval to acquire the assets and liabilities of First Chicago Cheque Corporation, a wholly owned subsidiary of First Chicago Corporation, both of Chicago, Illinois. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

- New York Credit Lyonnais, Paris, France, for approval to retain its indirect control, through N.V. Slavenburg's Bank, Rotterdam, The Netherlands, of The Slavenburg Corporation, New York, New York, to include factoring services and related financing activities.
- New York J.P. Morgan & Co. Incorporated, New York, New York, for approval to engage through its subsidiary, Morgan Futures Corporation, New York, New York, in acting as a futures commission merchant for nonaffiliated persons, in the execution and clearance of certain futures contracts on major commodity exchanges.
- Reactivated
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to relocate an existing office and to expand the service area of the relocated office engaging in the following activities (making or acquiring loans and other extensions of credit, secured or unsecured, such as would be made or acquired by a finance company under Tennessee State Law; and offering credit related life insurance and credit accident, health, and property insurance; the relocated office will serve customers in Hamilton, Marion, Bradley, Polk, McMinn, Rhea, Bledsoe, Grundy, Warren, Van Buren, Franklin, Monroe, and Sequatchie Counties) from 811 Chestnut Street, Chattanooga, Tennessee to 4548 Brainerd Road, Chattanooga, Tennessee, through its subsidiary, Finance One of Tennessee, Inc. (6/29/82) 3/
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to expand the service area and activities of an existing office (making or acquiring of direct loans, secured or unsecured, such as would be made by a finance company; and acting as agent or broker for the sale of credit life insurance directly related to such lending activity; previously approved activities include arranging, making or acquiring for its own account or for the account or others, loans and other extensions of credit secured by a homeowner's equity interest in a home such as would be made by a consumer finance company, servicing such loans and other extensions of credit for any person, and acting as an agent or broker for the sale of single and joint credit life insurance which is directly related to such loans and extensions of credit; the service area for all aforementioned previously approved and proposed activities would be expanded to include the entire State of Tennessee) at Centrum Building, 6363 Popular Avenue, Memphis, Tennessee, through its subsidiary, Finance One of Tennessee, Inc. (6/29/82) 3/

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-ContinuedPermitted

- New York Barclays Bank PLC and Barclays Bank International Limited, both of London, England, requests permission to relocate an existing office engaging in the following activities ((1) making direct consumer loans, including loans secured by real estate, and purchasing sales finance contracts representing extensions of credit such as would be made or acquired by a consumer finance company; and (ii) acting as agent for the sale of related credit life, credit accident and health and credit property insurance; credit life and credit accident and health insurance sold as agent may be underwritten or reinsured by BarclaysAmerican Corporation's insurance underwriting subsidiaries; the relocated office will serve customers in San Antonio, and surrounding areas in Texas) from 1010 S.W. Military Drive, San Antonio, Texas to 5410 Walzam Road, San Antonio, Texas, through their subsidiary, BarclaysAmerican/Financial, Inc. (6/26/82) 3/
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to relocate an existing office and to expand the service area of the relocated office engaging in the following activities (making or acquiring loans and other extensions of credit, secured or unsecured, such as would be made or acquired by a finance company under Tennessee State Law; and offering credit related life insurance and credit accident, health, and property insurance; the relocated office will serve customers in Hamilton, Marion, Bradley, Polk, McMinn, Rhea, Bledsoe, Grundy, Warren, Van Buren, Franklin, Monroe and Sequatchie Counties) from 811 Chestnut Street, Chattanooga, Tennessee to 4548 Brainerd Road, Chattanooga, Tennessee, through its subsidiary, Finance One of Tennessee, Inc. (6/30/82) 3/
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to expand the service area and activities of an existing office (making or acquiring of direct loans, secured or unsecured, such as would be made by a finance company; and acting as agent or broker for the sale of credit life insurance directly related to such lending activity; previously approved activities include arranging, making or acquiring for its own account or for the account or others, loans and other extensions of credit secured by a homowner's equity interest in a home such as would be made by a

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

consumer finance company, servicing such loans and other extensions of credit for any person, and acting as agent or broker for the sale of single and joint credit life insurance which is directly related to such loans and extensions of credit; the service area for all aforementioned previously approved and proposed activities would be expanded to include the entire State of Tennessee) at Centrum Building, 6363 Popular Avenue, Memphis, Tennessee, through its subsidiary, Finance One of Tennessee, Inc. (6/30/82) 3/

Chicago Continental Illinois Corporation, Chicago, Illinois, notification of intent to engage in de novo activities (making or acquiring for its own account and for the account of others, secured and unsecured loans and other extensions of credit (including issuing letters of credit and accepting drafts) to or for business, governmental and other customers (excluding direct consumer lending) and servicing such loans and other extensions of credit) in Rolling Meadows, Illinois, serving the entire State of Illinois, through its wholly-owned subsidiary, Continental Illinois Commercial Corporation (6/29/82) 3/

San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (to engage in the additional activities of acting as an industrial loan company under the Tennessee Industrial Loan and Thrift Companies Act, and to continue to engage in the activities of making or acquiring for its own account loans and other extensions of credit such as are made or acquired by a finance or industrial loan company, servicing loans and other extensions of credit, and offering credit-related life, credit-related accident and health, and credit-related property insurance in the State of Tennessee; such activities will include, but not be limited to, issuing investment certificates (intrastate only) making consumer installment loans, purchasing installment sales finance contracts, making loans and other extensions of credit to small businesses, making loans secured by real and personal property and offering credit-related life insurance, credit-related accident and health insurance, and credit-related property insurance in connection with extensions of credit

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

made or acquired by FinanceAmerica Corporation) at Eastgate Shopping Center, 6400 Building, Suite 8300, Chattanooga; Rivergate Plaza, 756 Two Mile Parkway, Goodlettsville and Downtown West Village, 1645 Downtown West Boulevard, Suite 33, Knoxville, all in Tennessee, serving the State of Tennessee, through its indirect subsidiary, FinanceAmerica Corporation (a Tennessee Corporation) (whose name will be changed to FinanceAmerica Thrift Corporation) (7/2/82) 3/

San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities ((1) acting as an industrial loan company under the Iowa Industrial Loan Law; (2) making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company or an industrial loan company; (3) servicing loans and other extensions of credit; and (4) offering credit-related life insurance, credit-related accident and health insurance, and credit-related property insurance; such activities will include, but not be limited to, making consumer installment loans, purchasing installment sales finance contracts, making loans and other extensions of credit to small businesses, making loans secured by real and personal property, and offering credit-related life, credit-related accident and health, and credit-related property insurance directly related to extensions of credit made or acquired by FinanceAmerica Thrift Corporation and FinanceAmerica Credit Corporation in the States of Iowa and Illinois; it is further proposed that FinanceAmerica Thrift Corporation will issue investment certificates or accept savings accounts from Iowa residents; FinanceAmerica Credit Corporation will act as an industrial loan company to the extent of making extensions of credit to Illinois residents) at 306 Northwest Bank Building, Second and Brandy Streets, Davenport, Iowa, serving the entire States of Iowa and Illinois, through its indirect subsidiaries, FinanceAmerica Thrift Corporation (an Iowa corporation) and FinanceAmerica Credit Corporation (a Delaware corporation) (6/29/82) 3/

San Francisco First Interstate Bancorp, Los Angeles, California, notification of intent to engage in de novo activities (making, acquiring, selling, and servicing loans and other extensions of credit secured by real estate mortgages; and the sale as agent or broker of life and disability mortgage redemption insurance) at 243 South Los Robles Avenue,

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD-Continued

Pasadena; 123 Camino de la Reina, San Diego; 17291 Irvine Boulevard, Tustin; One Embarcadero Center, San Francisco; 1901 South Bascom, Campbell; 1300 East Shaw Avenue, Fresno; 24301 Southland Drive, Hayward; and 3320 Tully Road, Modesto, all in California; at 2020 Southwest Freeway, Houston, Texas; at 600 108th Street, N.E., Seattle, Washington; the geographic area to be served within the first year will include the States of Arizona, California, Colorado, Florida, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Texas, Utah and Wyoming, through its subsidiary, First Interstate Mortgage Company (7/2/82) 3/

San
Francisco

Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (in certain clearing and custodian activities with respect to securities, commercial paper and similar instruments, such as acting as forwarding agent, coupon paying agent and provider of trade confirmation services for securities and acting as issuing and paying agent for commercial paper and similar instruments, as well as activities incident thereto, such as the making of call loans to securities dealers) in Philadelphia, Pennsylvania, serving the United States, through its subsidiary, Security Pacific Clearing & Services Corp. (6/28/82) 3/

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

APPLICATIONS RECEIVED

To Establish a Domestic Branch Pursuant to Section 9 of the Federal Reserve Act

Atlanta Citizens First Bank of Ocala, Ocala, Florida. To establish a branch office located at 1025 E. Silver Springs Boulevard, Ocala, Florida. 2/

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To Become a Member of the Federal Reserve System Pursuant to Section 9 of the Federal Reserve Act

Chicago Midtown State Bank, Milwaukee, Wisconsin.

Kansas City International Bank North, Federal Heights, Colorado. 2/

Kansas City The Bank of Westminster, Westminster, Colorado. 2/

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To Merge Pursuant to Section 18(c) of the Federal Deposit Insurance Act

Cleveland The Union Bank & Savings Company, Bellevue, Ohio, to merge with Bellevue Interim Bank, Bellevue, Ohio. 2/

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Applications and Notifications for International Investments and Other Actions Pursuant to Sections 25 and 25(a) of the Federal Reserve Act and Sections 4(c)(9) and 4(c)(13) of the Bank Holding Company Act of 1956, as amended

New York Citibank Overseas Investment Corporation, Wilmington, Delaware: prior notification of its intent to continue to hold the shares of Inveriones y Adelantos, C.A., Caracas, Venezuela after Inversiones makes an additional investment in Arrendequipos, C.A., Caracas, Venezuela.

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED-Continued

Cleveland Pittsburgh International Bank, Pittsburgh, Pennsylvania, requests consent to amend its Articles of Association to increase its capital and surplus.

San Francisco Security Pacific National Bank, Los Angeles, California: prior notification of its intent to invest in a de novo bank in Singapore.

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To Establish an Overseas Branch of a Member Bank Pursuant to Section 25 of the Federal Reserve Act

Richmond Maryland Bank, N.A., Newark, Delaware: requests consent to establish a foreign branch in Grand Cayman, Cayman Islands, British West Indies.

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To Establish a U.S. Branch of an Edge Act Corporation Pursuant to Section 25(a) of the Federal Reserve Act

New York Citibank International, Miami, Florida: requests consent to establish a de novo branch at the Honolulu International Airport, Honolulu, Hawaii.

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To Form a Bank Holding Company Pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956

New York Em Kay Financing Corp., Panama, Panama and its subsidiary, Em Kay Holding Corp., New York, New York, for approval to acquire 100 percent of the voting shares of Village Bank of New Jersey, South Orange, New Jersey. 2/

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED-Continued

- Cleveland State National Bancorp, Inc., Maysville, Kentucky, for approval to acquire 100 percent of the voting shares of The State National Bank of Maysville, Maysville, Kentucky. 2/
- Cleveland Union Bancshares Corp., Bellevue, Ohio, for approval to acquire 100 percent of the voting shares of The Union Bank & Savings Company, Bellevue, Ohio. 2/
- Atlanta FCB Holding Company, Orlando, Florida, for approval to acquire 100 percent of the voting shares of Florida Center Bank, Orlando, Florida. 2/
- Atlanta Hardee Banking Corporation, Wauchula, Florida, for approval to acquire 80 percent of the voting shares of First National Bank of Wauchula, Wauchula, Florida. 2/
- Atlanta PAB Bankshares, Inc., Valdosta, Georgia, for approval to acquire 100 percent of the voting shares of The Park Avenue Bank, Valdosta, Georgia. 2/
- Atlanta Sonny Wright, Miami, Florida, for approval to acquire at least 51 percent of the voting shares of Peoples National Bank of Commerce, Miami, Florida. 2/
- Chicago Birnamwood Bancshares, Inc., Birnamwood, Wisconsin, for approval to acquire at least 81 percent or more of the voting shares of The Bank of Birnamwood, Birnamwood, Wisconsin. 2/
- Chicago COLUMBUS CORPORATION, Columbus, Indiana, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Columbus Bank and Trust Company, Columbus, Indiana. 2/
- Chicago Farmers State Corporation of Mentone, Mentone, Indiana, for approval to acquire at least 80 percent of the voting shares of Farmers State Bank, Mentone, Indiana. 2/
- Chicago FIRST LaPORTE FINANCIAL CORP., La Porte, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to First National Bank and Trust Company of La Porte, La Porte, Indiana. 2/

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED-Continued

- Chicago Illini Community Bancgroup, Inc., Springfield, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to American State Bank of Springfield, Springfield, Illinois. 2/
- Chicago LA PORTE BANCORP, INC., Hammond, Indiana (chartered in Indiana), for approval to merge with LA PORTE BANCORP, INC. (chartered in Delaware) and indirectly acquire La Porte Bank and Trust Co., La Porte, Indiana. 2/
- Chicago Mid-Iowa Bancshares Co., Algona, Iowa, for approval to acquire 80 percent or more of the voting shares of Iowa State Bank, Algona, Iowa. 2/
- Chicago Purdue National Corporation, Lafayette, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to Purdue National Bank of Lafayette, Lafayette, Indiana. 2/
- Chicago Princeton National Bancorp, Inc., Princeton, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Citizens First National Bank of Princeton, Princeton, Illinois. 2/
- St. Louis Colonial Bancshares, Inc., Des Peres, Missouri, for approval to acquire 80 percent of the voting shares of The Colonial Bank, Des Peres, Missouri. 2/
- St. Louis Salem Arkansas Bancshares Corporation, Salem, Arkansas, for approval to acquire at least 83.75 percent of the voting shares of Bank of Salem, Salem, Arkansas. 2/
- Minneapolis Canton Bancshares, Inc., Canton, South Dakota, for approval to acquire 80 percent of the voting shares of First American Bank, Canton, South Dakota. 2/
- Minneapolis Farmers & Merchants Bancshares, Inc., Beach, North Dakota, for approval to acquire at least 89.1 percent of the voting shares of Farmers & Merchants Bank, Beach, North Dakota. 2/

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED-Continued

- Minneapolis Security Bancshares, Inc., Dunseith, North Dakota, for approval to acquire 100 percent of the voting shares of Security State Bank, Dunseith, North Dakota. 2/
- Minneapolis State Bank of Bottineau Holding Company, Bottineau, North Dakota, for approval to acquire 95.68 percent of the voting shares of State Bank of Bottineau, Bottineau, North Dakota. 2/
- Minneapolis Terry Bancshares, Inc., Terry, Montana, for approval to acquire at least 86.5 percent of the voting shares of State Bank of Terry, Terry, Montana. 2/
- Kansas City Cripple Creek Bancorporation, Inc., Cripple Creek, Colorado, for approval to acquire at least 80 percent of the voting shares of Bank of Cripple Creek, Cripple Creek, Colorado. 2/
- Kansas City First National Bancshares of Winfield, Inc., Winfield, Kansas, for approval to acquire 80 percent of the voting shares of The First National Bank of Winfield, Winfield, Kansas. 2/
- Kansas City First National Bankshares of Gunnison, Inc., Gunnison, Colorado, for approval to acquire 80 percent of the voting shares of First National Bank of Gunnison, Gunnison, Colorado. 2/
- Kansas City Lexington Bancshares, Inc., Lexington, Nebraska, for approval to acquire at least 90 percent of the voting shares of Lexington State Bank and Trust Company, Lexington, Nebraska. 2/
- Kansas City Worland Holding Company, Worland, Wyoming, for approval to acquire at least 95 percent of the voting shares of First National Bank in Worland, Worland, Wyoming. 2/
- Dallas Celeste Bancshares, Inc., Celeste, Texas, for approval to acquire 100 percent of the voting shares of The First National Bank of Celeste, Celeste, Texas. 2/

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED-Continued

San Francisco Cal Coast Bancorp, San Clemente, California, for approval to acquire 100 percent of the voting shares of Mariners Bank, San Clemente, California, a proposed new bank. 2/

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To Expand a Bank Holding Company Pursuant to Section 3(a)(3) of the Bank Holding Company Act of 1956

Cleveland First Bancorporation of Ohio, Akron, Ohio, for approval to acquire 100 percent of the voting shares of The Twinsburg Banking Company, Twinsburg, Ohio. 2/

Atlanta Bank of Florida Corporation, St. Petersburg, Florida, for approval to acquire 100 percent of the voting shares of Bank of Florida, Chiefland, Florida, a proposed new bank. 2/

Atlanta First Railroad & Banking Company of Georgia, Augusta, Georgia, for approval to acquire 100 percent of the voting shares of the successor by merger to First South Bankcorp, Columbus, Georgia. 2/

Atlanta Southwest Florida Banks, Inc., Fort Myers, Florida, for approval to acquire at least 80 percent of the voting shares of Peoples Bank of Pasco County, Elfers, Florida. 2/

Chicago Central Wisconsin Bankshares, Inc., Wausau, Wisconsin, for approval to acquire 51 percent of the voting shares of Tri-County State Bank of Marshfield, Marshfield, Wisconsin. 2/

Chicago Harris Bankcorp, Inc., Chicago, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Roselle State Bank and Trust Company, Roselle, Illinois. 2/

Chicago Hawkeye Bancorporation, Des Moines, Iowa, for approval to acquire 100 percent of the voting shares of State Bank of Allison, Allison, Iowa. 2/

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED-Continued

- Chicago Milford Bancorporation, Milford, Iowa, for approval to acquire 100 percent of the voting shares of San Bancorp., Sanborn, Iowa and indirectly acquire 85.42 percent of the voting shares of Sanborn Savings Bank, Sanborn, Iowa. 2/
- Chicago MT. ZION BANCORP, INC., Mt. Zion, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of The Hight State Bank, Dalton City, Illinois. 2/
- St. Louis First Missouri Banks, Inc., Manchester, Missouri, for approval to acquire 100 percent of the voting shares of First Missouri Bank, N.A., St. Louis County, Missouri, a proposed new bank. 2/
- Kansas City Arkansas Valley Banc Shares, Inc., Hutchinson, Kansas, for approval to acquire at least 20.06 percent of the voting shares of Valley Bancorp., Inc., and indirectly The Valley State Bank, both in Syracuse, Kansas. 2/
- Kansas City Northwest Kansas Banc Shares, Inc., Hutchinson, Kansas, for approval to acquire at least 20.06 percent of the voting shares of Valley Bancorp., Inc. and indirectly The Valley State Bank, both in Syracuse, Kansas. 2/
- Kansas City Santa Fe Trail Banc Shares, Inc., Hutchinson, Kansas, for approval to acquire at least 20.06 percent of the voting shares of Valley Bancorp., Inc. and indirectly The Valley State Bank, both in Syracuse, Kansas. 2/
- Kansas City Southwest Kansas Banc Shares, Inc., Hutchinson, Kansas, for approval to acquire at least 20.06 percent of the voting shares of Valley Bancorp., Inc. and indirectly The Valley State Bank, both in Syracuse, Kansas. 2/

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To Expand a Bank Holding Company Pursuant to Section 4(c)(8) of the Bank Holding Company Act of 1956

- New York Barclays Bank PLC and Barclays Bank International Limited, both of London, England, requests permission to relocate an existing office engaging the following activities (in (i) making direct consumer loans, including loans

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED-Continued

secured by real estate, and purchasing sales finance contracts representing extensions of credit such as would be made or acquired by consumer finance company, and wholesale financing (floor planning) and (ii) acting as agent for the sale of related credit life, credit accident and health and credit property insurance; credit life and credit accident and health insurance sold as agent may be underwritten or reinsured by BarclaysAmerican Corporation's insurance underwriting subsidiaries) from 201 W. Louisiana Street, McKinney, Texas to 230 W. Park Road, Plano, Texas, through their subsidiary, BarclaysAmerican/Financial, Inc. (6/29/82)

New York The Chase Manhattan Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (making or acquiring, for its own account or for the account of others, loans and other extensions of credit such as would be made by a commercial finance, equipment finance or factoring company, including factoring accounts receivable, making advances and over-advances on receivables and inventory and business installment lending as well as unsecured commercial loans; servicing loans and other extension of credit; leasing personal property on a full payout basis and in accordance with the Board's Regulation Y, or acting as agent, broker or advisor in so leasing such property, including the leasing of motor vehicles) at 1616 Judson Street, Suite A, Longview, Texas, through its subsidiary, Chase Commercial Corporation (7/2/82)

New York Chemical New York Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (generating and servicing loans and other extensions of credit; making or acquiring loans to consumers; acquiring installment contracts from retail sellers covering the time sales of goods and related services; making or acquiring loans and other extensions of credit to businesses including, but not limited to, inventory financing; making or acquiring extensions of credit secured by personal property leasing contracts; making available to its debtors credit related life and accident and health term insurance and mortgage life, mortgage disability, and property and casualty insurance to the extent permissible under applicable State

APPLICATIONS RECEIVED-Continued

insurance laws and regulations; the service area of this office will be the State of Texas; credit life and credit accident and health insurance provided by this office in connection with the proposed activities will be reinsured through Sun States Life/or Great Lakes Insurance Companies, indirect subsidiaries of the Applicant) at 1200 Walnut Hill Lane, Irving, Texas, through its subsidiary, SunAmerica Corporation (7/1/82)

New York

Citicorp, New York, New York, requests permission to expand the service area of an existing office (previously approved activities: the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the extension of loans to dealers for the financing of inventory (floor planning) and working capital purposes; the sale of credit related life and accident and health or decreasing or level (in the case of single payment loans) term life insurance by licensed agents or brokers, as required; the sale of credit related property and casualty insurance protecting real and personal property subject to a security agreement with Citicorp Person-to-Person Financial Center, Inc., and to the extent permissible under applicable State insurance laws and regulations; the sale of consumer oriented financial management courses; and the servicing, for any person, of loans and other extensions of credit; the proposed expanded service area for the previously approved activities shall be comprised of the entire State of California; credit related life, accident, and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of Citicorp Person-to-Person Financial Center, Inc.) at 1400 Camino de la Reina, San Diego, California, through its subsidiary, Citicorp Person-to-Person Financial Center, Inc. (6/30/82)

New York

Citicorp, New York, New York, requests permission to expand the service areas of four existing offices (previously approved activities: the making or acquiring of loans and other extensions of credit, secured or unsecured for consumer and other purposes; the extension of loans to dealers for the financing of inventory (floor planning) and working capital purposes; the purchasing and servicing for its own account of sales finance contracts; the sale of credit related life and accident and health or decreasing or level (in the case of single payment

APPLICATIONS RECEIVED-Continued

loans) term life insurance by licensed agents or brokers, as required; the sale of credit related property and casualty insurance protecting real and personal property subject to a security agreement with Citicorp Person-to-Person Financial Center, Inc. and to the extent permissible under applicable State insurance laws and regulations; the sale of consumer oriented financial management courses; and other extensions of credit; the proposed expanded service area of all four offices for their previously approved activities shall be comprised of the entire State of California; credit related life, accident and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of Citicorp Person-to-Person Financial Center, Inc.) at Chula Vista Square, 542 Broadway, Suite M, Chula Vista, California; 362 West Mission Avenue, Escondido, California; University Towne Center, 4525 La Jolla Village Drive, San Diego, California and 434 Fletcher Parkway, El Cajon, California, through its subsidiary, Citicorp Person-to-Person Financial Center, Inc. (6/30/82)

Correction:

New York

The notice for Northeast Bancorp Incorporated, New Haven, Connecticut, to engage in the issuance and sale of travelers checks in Phoenix, Arizona, through its subsidiary, Union Financial Services Corporation which appeared on H.2, 1982 No. 26 was incorrect. The correct location should have been Norwalk, Connecticut (6/23/82)

Philadelphia

Provident National Corporation, Philadelphia, Pennsylvania, notification of intent to engage in de novo activities (data processing activities to include the sale of computer software to banks and other financial institutions; such computer software has been developed in conjunction with L.S. Consulting Corporation's approved management consulting activities for non-affiliated banks and includes traditional bank applications such as those to facilitate check processing and clearing, float management, asset/liability management and account profitability analysis) at 15 Strafford Avenue, Wayne, Pennsylvania, serving clients located throughout the United States, through its subsidiary, L.S. Consulting Corp. (6/28/82)

Richmond

Maryland National Corporation, Baltimore, Maryland, notification of intent to engage in de novo activities (engaging generally in the business of a mortgage banker,

APPLICATIONS RECEIVED-Continued

mortgage broker and mortgage servicing firm; originating, buying, selling and otherwise dealing in mortgage loans as principal or agent; servicing mortgage loans for affiliated or nonaffiliated entities; acting as adviser in mortgage loan transactions; and engaging in the sale as agent of credit life, credit disability and credit life, credit disability and credit accident and health insurance in connection with extensions of credit by bank and nonbank subsidiaries of the holding company) at Joppa Green Complex, 2300 West Joppa Road, Lutherville, Maryland, through its subsidiary, Maryland National Mortgage Corporation (7/2/82)

- Richmond** Southern Bancorporation, Inc., Greenville, South Carolina, notification of intent to engage in de novo activities (making extensions of credit as a licensed consumer finance lender) at 124 North Broadway, Shawnee, Oklahoma, through its subsidiary, World Acceptance Corporation (6/28/82)
- Chicago** NBD Bancorp, Inc., Detroit, Michigan, notification of intent to engage in de novo activities (to act as agent for the sale of life, accident and health, and accidental death and dismemberment insurance that is directly related to extensions of credit for the provision of other financial services by its banks and bank-related firms) the geographic area to be served will be the following States: Michigan, Virginia, California, Florida, Maryland and the District of Columbia, through its subsidiary, NBD Insurance Agency, Inc. (6/18/82)
- Minneapolis** Olsson's, Inc., Ronan, Montana, notification of intent to engage in de novo activities (making or acquiring for its own account or for the account of others, loans and other extensions of credit) at Post Office Box B, Highway 93 South, Ronan, Montana, the primary geographic area served through this proposed activity would be Lake County, Montana (6/30/82)
- Kansas City** Tekamah Agency Company, Tekamah, Nebraska, for approval to acquire 100 percent of the voting shares of Wagner Data Center, Inc., Schuyler, Nebraska, and thereby engage in data processing activities.

APPLICATIONS RECEIVED-Continued

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (acting as an industrial loan company under the Minnesota Industrial Loan and Thrift Company Act and to continue to engage in the activities of making or acquiring for its own account loans and other extensions of credit such as are made or acquired by a finance or industrial loan company, servicing loans and other extensions of credit, and offering credit related life, credit related accident and health, and credit related property insurance in the State of Minnesota; such activities will include, but not be limited to, issuing investment certificates (intra-state only), making consumer installment loans, purchasing installment sales finance contracts, making loans and other extensions of credit to small businesses, making loans secured by real and personal property and offering credit related life insurance, credit related accident and health insurance and credit related property insurance in connection with extensions of credit made or acquired by FinanceAmerica Plan, Inc.) at 5180 Central Avenue, N.E., Columbia Heights, Minnesota, 927 Marquette Avenue, Minneapolis, Minnesota and 212 Bremer Building, St. Paul, Minnesota, through its subsidiary, FinanceAmerica Plan, Inc. (a Minnesota Corporation) (6/30/82)

San
Francisco

Security Pacific Corporation, Los Angeles, California, requests permission to relocate an office engaging in the following activities (making or acquiring for its own account or for the account of others, loans and extensions of credit, including making consumer installment personal loans, purchasing consumer installment sales finance contracts, making loans to small businesses and other extensions of credit such as would be made by a factoring company or a consumer finance company, and acting as broker or agent for the sale of credit life and credit accident and health insurance) from 1005 Beaver Grade Road, Coraopolis, Pennsylvania to Park Ridge Office Center, Building One, Pittsburgh, Pennsylvania, through its subsidiaries, Security Pacific Consumer Discount Company and Security Pacific Finance Corp. (6/29/82)

APPLICATIONS RECEIVED-Continued

REPORTS RECEIVED

Registration Statement Filed Pursuant to Section 12(g)
of the Securities Exchange Act

Hanover Bank of Florida, Plantation, Florida.

* * * * *

Current Report Filed Pursuant to Section 13 of the
Securities Exchange Act

The Bank of Vienna, Vienna, Virginia.

* * * * *

Ownership Statement Filed Pursuant to Section 13(d)
of the Securities Exchange Act

Bank of Vienna, Vienna, Virginia.
(Filed by Bank of Virginia Company)(Amendment)

* * * * *

PETITIONS FOR RULEMAKING

None.