

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1982 No. 33)

Actions of the Board; Applications and Reports

Received During the Week Ending August 14, 1982

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Chicago	Associated Banc-Corp., Green Bay, Wisconsin, extension of time to September 1, 1982, within which to acquire 100 percent of the voting shares of the successor by merger to Bank of Commerce, Milwaukee, Wisconsin. <u>1/</u>
Dallas	Borger First Corporation, Borger, Texas, extension of time to November 22, 1982, within which to acquire First National Bank of Borger, Borger, Texas. <u>1/</u>
Chicago	FIRST AMERICAN NATIONAL BANCORP., Plainfield, Indiana, extension of time to November 15, 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 First National Bank and Trust Company of Plainfield, Plainfield, Indiana. <u>1/</u>
Atlanta	First Bankshares, Inc., Slidell, Louisiana, extension of time to November 9, 1982, within which to become a bank holding company through the acquisition of First Bank, Slidell, Louisiana. <u>1/</u>
Kansas City	First Midwest Bancorp., Inc., St. Joseph, Missouri, extension of time to November 15, 1982, within which to acquire Lake National Bank, Lake Ozark, Missouri. <u>1/</u>
Atlanta	First Pikeville Bancshares, Inc., Pikeville, Tennessee, extension of time to September 15, 1982, within which to become a bank holding company through acquisition of First National Bank of Pikeville, Pikeville, Tennessee. <u>1/</u>
Chicago	HANCOCK BANCSHARES CORPORATION, Greenfield, Indiana, extension of time to November 16, 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 Hancock Bank & Trust, Greenfield, Indiana. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

- Chicago McLean County Bancshares, Inc., Bloomington, Illinois, extension of time to October 31, 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 McLean County Bank, Bloomington, Illinois, and 80 percent or more of the voting shares of Stanford State Bank, Stanford, Illinois. 1/
- Minneapolis Owatonna Bancshares Inc., Owatonna, Minnesota, extension of time to September 11, 1982, within which to acquire Owatonna State Bank, Owatonna, Minnesota. 1/
- Dallas RepublicBank Corporation, Dallas, Texas, extension of time to September 24, 1982, within which to acquire RepublicBank Conroe, N.A., Conroe, Texas. 1/
- St. Louis Commerce Warren County Bank, Warrenton, Missouri, an additional investment in bank premises. 1/
- Richmond Farmers & Merchants State Bank, Fredericksburg, Virginia, an investment in bank premises. 1/
- Chicago State Bank of Howards Grove, Howards Grove, Wisconsin, an investment in bank premises. 1/
- San Francisco Twin Falls Bank and Trust Company, Twin Falls, Idaho, extension of time to April 22, 1983, within which to establish a branch office in Buhl, Idaho. 1/
- Richmond Deregistration under Regulation G of Carolinas Telco Federal Credit Union, Charlotte, North Carolina. 1/
- Kansas City Valley Bank, Eagle, Colorado, a proposed new bank, extension of time to November 27, 1982, within which to accomplish membership in the Federal Reserve System. 1/
- Atlanta Bank of La Place of St. John the Baptist Parish, La Place, Louisiana, proposed merger with New Bank of La Place, La Place, Louisiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Bank of Wisconsin, Janesville, Wisconsin, proposed merger with Bank of Janesville, Janesville, Wisconsin, under the charter of Bank of Wisconsin and title of Bank of Wisconsin; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Brenham Bank, National Association, Brenham, Texas, proposed merger with The First National Bank of Brenham, Brenham, Texas; 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 - Continued

- Atlanta City Bank & Trust Company, New Iberia, Louisiana, proposed merger with CBT Bank and Trust Company, New Iberia, Louisiana; report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Commercial National Bank in Nacogdoches, Nacogdoches, Texas, proposed merger with New Commercial State Bank of Nacogdoches, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Philadelphia Commonwealth Bank and Trust Company, N.A., Williamsport, Pennsylvania, proposed merger with the Farmers National Bank of Watsonstown, Watsonstown, Pennsylvania, under the title and charter of Commonwealth Bank and Trust Company, N.A., report to the Comptroller of the Currency on competitive factors. 1/
- Chicago First Bank of Akron, National Association, Akron, Iowa, proposed purchase/assumption pursuant to partial liquidation with The First National Bank of Akron, Akron, Iowa, National Association and under the title of The First National Bank of Akron; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta First Farmers and Merchants National Bank of Columbia, Columbia, Tennessee, proposed merger with First Interim National Bank, Columbia, Tennessee; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Harpeth National Bank of Franklin, Franklin, Tennessee, proposed merger with First Tennessee Bank, N.A., Franklin, Tennessee; report to the Comptroller of the Currency on competitive factors. 1/
- San Francisco Landmark Merger Company, La Habra, California, proposed merger with Landmark Bank, La Habra, California, under the charter and title of the latter; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Second National Bank of Elkhart, Elkhart, Indiana, proposed merger with First National Bank, Elkhart, Indiana, under the charter of Second National Bank of Elkhart and the title of First National Bank; report to the Comptroller of the Currency on competitive factors. 1/
- Boston Strafford Savings Bank, Dover, New Hampshire, proposed merger with Granite State Savings Bank, Somersworth, New Hampshire; 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

- New York United National Bank, Plainfield, New Jersey, proposed merger with Hunterdon County Trust Company, Califon, New Jersey; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Volunteer State Bank, Portland, Tennessee, proposed merger with Bank of Hendersonville, Hendersonville, Tennessee; 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

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

- Approved
- New York Chemical Bank, New York, New York. To establish a branch at
52 Broadway, New York, New York. 1/
- New York Bankers Trust Company, New York, New York. To establish a
branch at 4 Albany Street, New York, New York. 1/
- Philadelphia United Jersey Bank/Southwest, Cherry Hill, New Jersey. To
establish an offsite electronic facility at The Sony
Corporation of American Sony Drive, Park Ridge, New Jersey. 1/
- Richmond Dickinson-Buchanan Bank, Haysi, Virginia. To establish a
branch at the intersection of State Route 80 and County Route
600, Davenport, Buchanan County, Virginia 1/
- Richmond Bruceton Bank, Bruceton Mills, West Virginia. To establish a
branch in the town of Reedsville, West Virginia. 1/
- Atlanta First City Bank of Dade County, Coral Gables, Florida. To
establish a branch at 3901 N.W. 79th Avenue, Dade County,
Florida. 1/

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

- Approved
- Boston The Connecticut Bank and Trust Company, Hartford, Connecticut,
to merge with Orange National Bank, Orange, Connecticut. 1/
- Chicago American Bank and Trust Company, Lansing, Michigan, to consolidate
with American Bank of Perry, Perry, Michigan. 1/

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

ACTIONS OF THE BOARD - Continued

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

Chicago Approved
Security Bank St. Clair Shores, St. Clair Shores, Michigan. 1/

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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 Sixty Day Notification Period Waived
Marine Midland Banks, Inc., Buffalo, New York: to invest
in a de novo subsidiary to be known as Marine Midland
Finance N.V., Curacao, Netherlands Antilles.

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

Philadelphia Approved
Harleysville National Corporation, Harleysville, Pennsylvania,
for approval to acquire 100 percent of the voting shares
of Harleysville National Bank and Trust Company, Harleysville,
Pennsylvania. 1/

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. 1/

Cleveland Union Bancshares Corp., Bellevue, Ohio, for approval to acquire
100 percent of the voting shares of The Union Bank & Savings
Company, Bellevue, Ohio. 1/

Atlanta BOS Bancshares, Inc., Metairie, Louisiana, for approval to
acquire at least 80 percent of the voting shares of Bank
of the South, Metairie, Louisiana. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta FCB Holding Company, Orlando, Florida, for approval to acquire 100 percent of the voting shares of Florida Center Bank, Orlando, Florida. 1/
- Atlanta First Bank Holding Company, Treasure Island, Florida, for approval to acquire at least 80 percent of the voting shares of First Bank of Pinellas County, Treasure Island, Florida. 1/
- Atlanta Hardee Banking Corporation, Wauchula, Florida, for approval to acquire at least 80 percent of the voting shares of First National Bank of Wauchula, Wauchula, Florida. 1/
- Atlanta Northern of Tennessee Corp., Clarksville, Tennessee, for approval to acquire at least 80 percent of the voting shares of Northern Bank of Tennessee, Clarksville, Tennessee. 1/
- Atlanta PAB Bankshares, Inc., Valdosta, Georgia, for approval to acquire 100 percent of the voting shares of The Park Avenue Bank, Valdosta, Georgia. 1/
- Atlanta United Bancorporation of Alabama, Inc., Atmore, Alabama, for approval to acquire at least 80 percent of the voting shares of The Bank of Atmore, Atmore, Alabama and Peoples Bank, Frisco City, Alabama. 1/
- 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. 1/
- 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. 1/
- 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. 1/
- 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. 1/
- 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. 1/

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

ACTIONS OF THE BOARD - Continued

- 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. 1/
- Minneapolis Capitol Bancorporation, Inc., Pierre, South Dakota, for approval to acquire at least 97 percent of the voting shares of First National Bank in Pierre, Pierre, South Dakota. 1/
- 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. 1/
- 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. 1/
- 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. 1/
- Kansas City First National Bancshares of Winfield, Inc., Winfield, Kansas, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Winfield, Winfield, Kansas. 1/
- Kansas City Lexington Bancshares, Inc., Lexington, Nebraska, for approval to acquire 90 percent of the voting shares of Lexington State Bank and Trust Company, Lexington, Nebraska. 1/
- Kansas City Worland Holding Company, Worland, Wyoming, for approval to acquire at least 95 percent of the voting shares of The First National Bank in Worland, Worland, Wyoming. 1/
- 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. 1/
- Dallas Correction:
The application for Telp Corporation, Houston, Texas for approval to acquire El Paso National Corporation, El Paso, Texas and indirectly acquire Border City Bank; Chemical National Bank should have read Chamizal National Bank instead of Chemical which appeared on H.2, 1982 No. 31 incorrectly. 1/
- Dallas Correction:
The application for United American Bancshares, Inc., Palestine, Illinois should have read Palestine, Texas which appeared on H.2, 1982 No. 31 incorrectly. 1/

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

ACTIONS OF THE BOARD - Continued

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

Approved

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. 1/

Atlanta SouthTrust Corporation, Birmingham, Alabama, for approval to acquire at least 80 percent of the voting shares of Citizens bank of Northport, Northport, Alabama. 1/

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. 1/

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. 1/

Chicago Security Bancorp., Inc., Southgate, Michigan, for approval to acquire 100 percent of the voting shares of the successor by consolidation with Security Bank St. Clair Shores, St. Clair Shores, Michigan (formerly St. Clair Shores National Bank). 1/

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, Missouri, a proposed new bank. 1/

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

ACTIONS OF THE BOARD - ContinuedTo Expand a Bank Holding Company Pursuant to Section 4(c)(3) of the Bank Holding Company Act of 1956Returned

San Francisco Capistrano Bancorp, San Juan Capistrano, California, notification of intent to engage in de novo activities (making or acquiring for its own account loans and other extensions of credit, including commercial loans secured by a borrower's inventory, accounts receivable, real estate or other assets and servicing loans in accordance with the Board's Regulation Y) at 2111 W. Crescent, Anaheim, California, serving the State of California, through its subsidiary, Crest Mortgage Co. 3/

Approved

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, indirectly through Company, in data processing activities. 1/

Delayed

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 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 (8/11/92) 3/

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

ACTIONS OF THE BOARD - ContinuedReactivated

- Kansas City** Bankshares of Nebraska Inc., Grand Island, Nebraska, notification of intent to engage in de novo activities (in underwriting credit life insurance and credit accident and health insurance which is directly related to extensions of credit by Applicant's subsidiaries) this insurance would be sold from an office located in Grand Island, Kearney and Hastings, Nebraska; the area to be served by the activities includes the following counties: Hall, Adams, Howard, Merrick, Hamilton, Clay, Nucholls, Webster, Franklin, Kearney, Buffalo, and Sherman, through a subsidiary to be known as Bankshares Life Insurance Company (8/11/82) 3/
- Kansas City** Central Bancorporation, Inc., Central Colorado Company and C.C.B., Inc., all of Denver, Colorado, notification of intent to engage in de novo activities (in operating as an underwriter of credit life, credit accident and health insurance which is directly related to extensions of credit made by subsidiaries of Central Bancorporation, Inc.) at 1421 East Thomas Road, Phoenix, Arizona, and serving the following counties in the State of Colorado, El Paso, Denver, Adams, Arapahoe, Jefferson, Boulder, Weld, Pitkin, Garfield, Mesa, Douglas, Pueblo, Moffat and Otero, through its subsidiary, Central Bancorp Life Insurance Company (8/10/82) 3/

Permitted

- 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 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. (8/12/82) 3/

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

ACTIONS OF THE BOARD - Continued

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 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. (8/13/82) 3/

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 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

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

ACTIONS OF THE BOARD - Continued

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. (8/13/82) 3/

- 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. (8/13/82) 3/
- 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, serving the city limits of Shawnee and other parts of Pottawatomie County within a ten mile radius of Shawnee, through its subsidiary, World Acceptance Corporation (8/12/82) 3/
- Atlanta Suburban Bankshares, Inc., Lake Worth, Florida, notification of intent to engage in de novo activities (the servicing of mortgage loans, acting as a mortgage broker or banker, and appraising real estate) at 6801 Lake Worth Rd., Lake Worth, Florida, serving the geographic area of Palm Beach County, Florida, through its subsidiary, Suburban Mortgage Corporation (8/8/82) 3/
- Chicago NBD Bancorp, Inc., Detroit, Michigan, notification of intent to engage in de novo activities (mortgage banking activities, including the making and acquiring of mortgage loans and other extensions of credit as would be made by a mortgage company) at 125 South Main Street, Ann Arbor, Michigan, the geographic area

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

ACTIONS OF THE BOARD - Continued

to be served will be the cities of Ann Arbor, Ypsilanti, Plymouth, Farmington, and Novi and counties of Washtenaw, Monroe and Livingston and portions of Wayne, Oakland and Lenawee Counties, through its subsidiary, NBD Mortgage Company (8/9/82) 3/

- 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 (8/14/82) 3/
- Kansas City Bankshares of Nebraska Inc., Grand Island, Nebraska, notification of intent to engage in de novo activities (in underwriting credit life insurance and credit accident and health insurance which is directly related to extensions of credit by Applicant's subsidiaries) this insurance would be sold from an office located in Grand Island, Kearney and Hastings, Nebraska; the area to be served by the activities includes the following counties: Hall, Adams, Howard, Merrick, Hamilton, Clay, Nucholls, Webster, Franklin, Kearney, Buffalo, and Sherman, through a subsidiary to be known as Bankshares Life Insurance Company (8/12/82) 3/
- Kansas City Central Bancorporation, Inc., Central Colorado Company and C.C.B., Inc., all of Denver, Colorado, notification of intent to engage in de novo activities (in operating as an underwriter of credit life, credit accident and health insurance which is directly related to extensions of credit made by subsidiaries of Central Bancorporation, Inc.) at 1421 East Thomas Road, Phoenix, Arizona, and serving the following counties in the State of Colorado, El Paso, Denver, Adams, Arapahoe, Jefferson, Boulder, Weld, Pitkin, Garfield, Mesa, Douglas, Pueblo, Moffat and Otero, through its subsidiary, Central Bancorp Life Insurance Company (8/11/82) 3/
- 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

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

ACTIONS OF THE BOARD - Continued

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) (8/13/82) 3/

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. (8/12/82) 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

Richmond The Bank of Romney, Romney, West Virginia. To establish a
branch on Main Street, Capon Bridge, Hampshire County,
West Virginia. 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 Bankers Trust New York Corporation, New York, New York:
prior notification of its intent to establish a
de novo company, Bankers Overseas Finance N.V.,
Curacao, Netherlands Antilles.

New York J.P. Morgan & Co. Incorporated, New York, New York:
prior notification of its intent to establish a wholly
owned de novo funding vehicle, J.P. Morgan International
Capital N.V., Netherlands Antilles.

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

Philadelphia Independence Bancorp, Inc., Perkasio, Pennsylvania, for
approval to acquire 100.0 percent of the voting shares of
Bucks County Bank and Trust Company, Perkasio, Pennsylvania. 2/

Richmond Intermountain Bankshares Inc., Charleston, West Virginia,
for approval to acquire 100 percent of the voting shares
of the successors by merger to the following banks: Kanawha
Banking & Trust Company, Charleston, West Virginia; The
Teays Valley National Bank, Scott Depot, West Virginia;
Community Bank and Trust, N.A., Fairmont, West Virginia;
National Bank of Monongah, Monongah, West Virginia; and
Mountaineer National Bank, Morgantown, West Virginia. 2/

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

APPLICATIONS RECEIVED - Continued

- Richmond Peoples Bancorp (N.C.), Inc., Rocky Mount, North Carolina, for approval to acquire 100 percent of the voting shares of The New Peoples Bank and Trust Company, Rocky Mount, North Carolina the successor by merger to Peoples Bank & Trust Company, Rocky Mount, North Carolina. 2/
- Richmond United Financial Banking Companies, Inc., Vienna, Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to The Business Bank, Vienna, Virginia. 2/
- Chicago Comprehensive Investment Company, Coon Rapids, Iowa, for approval to acquire 100 percent of the voting shares of Manilla State Bank, Manilla, Iowa. 2/
- Chicago Galva Investment, Inc., Galva, Illinois, for approval to acquire at least 80.1 percent of the voting shares of Community State Bank of Galva, Galva, Illinois. 2/
- Minneapolis Ravalli County Bankshares, Inc., Hamilton, Montana, for approval to acquire at least 86.1 percent of the voting shares of Ravalli County Bank, Hamilton, Montana. 2/
- Minneapolis Waubay Bancorporation, Inc., Waubay, South Dakota, for approval to acquire 82.1 percent of the voting shares of the State Bank of Waubay, Waubay, South Dakota. 2/
- Kansas City Bunceton Bancshares, Inc., Blue Springs, Missouri, for approval to acquire 100 percent of the voting shares of Bunceton State Bank, Bunceton, Missouri. 2/
- Kansas City Security Financial Services Corporation, Enid, Oklahoma, for approval to acquire at least 80 percent of the voting shares of Security National Bank, Enid, Oklahoma. 2/
- Kansas City Urich Bancorp, Inc., Blue Springs, Missouri, for approval to acquire 100 percent of the voting shares of Bank of Urich, Urich, Missouri. 2/
- Kansas City Williams Holding Company, Inc., Halstead, Kansas, for approval to acquire at least 80 percent of the voting shares of the Halstead Bank, Halstead, Kansas. 2/
- Dallas Canadian Bancshares, Inc., Canadian, Texas, for approval to acquire 80.354 percent of the voting shares of First State Bank of Canadian, Canadian, Texas. 2/

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

APPLICATIONS RECEIVED - Continued

- Dallas United City Corporation, Plano, Texas, for approval to acquire at least 80 percent of the voting shares of City National Bank of Plano, Plano, Texas and United National Bank of Plano, Plano, Texas. 2/

- San Francisco Fresno Bancorp, Fresno, California, for approval to acquire 100 percent of the voting shares of Bank of Fresno, Fresno, California. 2/

- San Francisco Saratoga Bancorp, Saratoga, California, for approval to acquire 100 percent of the voting shares of Saratoga National Bank, Saratoga, California, a proposed new bank. 2/

- San Francisco Sterling Bancorporation, Los Angeles, California, for approval to acquire 100 percent of the voting shares of Sterling Bank, Los Angeles, California. 2/

- San Francisco Sunrise Bancorp, Citrus Heights, California, for approval to acquire 100 percent of the voting shares of the successor by merger to Sunrise Bank, Citrus Heights, California. 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

- Atlanta Correction:
The application for First Florida Banks, Inc., Tampa, Florida, for approval to acquire at least 90 percent of the voting shares of Northeast Bank of Clearwater, Clearwater, Florida should have been on H.2, 1982 No. 30 as received. 2/

- Atlanta Correction:
The application for 7L Corporation, Tampa, Florida (formerly Multi-Line, Inc.), for approval to acquire First Florida Banks, Inc., Tampa, Florida, should have been for approval to acquire through First Florida Banks, Inc., indirectly at least 90 percent of the voting shares of Clearwater Beach Bank, Clearwater, Florida which was incorrectly worded on H.2, 1982 No. 29. 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

- Atlanta Correction:
The application for 7L Corporation, Tampa, Florida (formerly Multi-Line, Inc.) for approval to acquire First Florida Banks, Inc., Tampa, Florida, should have been for approval to acquire through First Florida Banks, Inc., indirectly at least 90 percent of the voting shares of Northeast Bank of Clearwater, Clearwater, Florida, which was incorrectly worded on H.2, 1982 No. 30. 2/
- Minneapolis Montana Bancsystem, Inc., Billings, Montana, for approval to acquire at least 80 percent of the voting shares of Montana Bank of Livingston, Livingston, Montana, a proposed new bank. 2/
- Dallas Bank Securities, Inc., Albuquerque, New Mexico, for approval to acquire 100 percent of the voting shares of American National Bank of Santa Fe, Santa Fe, New Mexico, a proposed new bank. 2/
- Dallas ExTraCo Bankshares, Inc., Temple, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Temple-South, Temple, Texas, a proposed new bank. 2/
- Dallas First City Financial Corporation, Albuquerque, New Mexico, for approval to acquire 100 percent of the voting shares of First City National Bank-Albuquerque, Albuquerque, New Mexico, a proposed new bank. 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 three existing offices of their subsidiaries, BarclaysAmerican/Financial Services, Inc. ("BAFS"), and BarclaysAmerican/Financial, Inc. ("BAFI"), the offices will continue to engage in the following activities ((i) 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 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

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

APPLICATIONS RECEIVED - Continued

accident and health insurance sold as agent may be underwritten or reinsured by Barclays American Corporation's insurance underwriting subsidiaries) from Nine Mile Road, Richmond, Virginia to 8014 Midlothian Turnpike, Richmond, Virginia, through their subsidiaries, BA and BAFI and from 4118 Elvis Presley Boulevard, Memphis, Tennessee to 3063 Airways Boulevard, Suite Memphis, Tennessee, through their subsidiary BAFI (8/13/82)

- New York** Copenhagen Handelsbank A/S, Copenhagen, Denmark; Den norske Creditbank, Oslo, Norway; Kansallis, Osake-Pankki, Helsinki, Finland; and Svenska Handelsbanken, Stockholm, Sweden, for approval to acquire 25 percent of the voting shares of Commercial Funding, Inc., New York, New York.
- New York** Deutsche Bank AG, Frankfurt, Germany, requests permission to expand the service areas of five existing offices (to expand its service area to provide the same financing services that it is permitted to provide in the United States to (1) persons in Canada who make purchases from present and future affiliates of Daimler-Benz AG ("DB") in Canada, their respective dealers and the customers of such affiliates and dealers; the company currently (A) provides dealers of affiliates of DB in the United States with wholesale financing in the form of loans to finance dealers inventories secured by such inventories and (B) provides customers of affiliates of DB in the United States and their dealers with retail financing consisting of purchases by the company from such affiliates and their dealers of retail installment obligations undertaken by the customer in respect of equipment purchased by the customer and of purchases of lease receivables and dealer rental receivables in respect of equipment leased by the customer; in connection therewith, the company makes available, solely as an authorized agent, credit life, accident and physical damage insurance) at 1815 South Marlow Avenue, Portland, Oregon; 1002 Society Drive, Claymont, Delaware; 1530 Dunwoody Village Parkway, Suite 100, Atlanta, Georgia; 2001 Midwest Road, Suite 310, Oak Brook, Illinois; and 830 Northwest 19th Avenue Portland, Oregon, through its subsidiary, Freightliner Credit Corporation (8/13/82)
- New York** Horizon Bancorp, Morristown, New Jersey, requests permission to establish a de novo office engaging in the following activities (performing and carrying on the functions and activities of a trust company as set forth in Section 225.4(a)(4) of Regulation Y) at Horizon Trust Company National Association, C/O Princeton Bank, Church Road, Mount Laurel, New Jersey, through its subsidiary, Horizon Trust Company, National Association (8/10/82)

APPLICATIONS RECEIVED - Continued

- New York Manufacturers Hanover Corporation, New York, New York, requests permission to relocate an existing office engaging in the following activities (arranging, making, or acquiring for its own account or for the account of others loans and other extensions of credit such as would be made or acquired by a mortgage company; servicing such loans and other extensions of credit; and acting as agent or broker for the sale of credit life insurance and credit accident and health insurance relating to such loans and other extensions of credit) from 4550 West 103rd Street, Oak Lawn, Illinois to 2028 Elm, Homewood, Illinois, through its subsidiary, Manufacturers Hanover Mortgage Corporation, Inc. (8/12/82)
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to expand the service area of an existing office (arranging, making, or acquiring for its own account or for the account of others loans and other extensions of credit such as would be made or acquired by a mortgage company; servicing such loans and other extensions of credit; and acting as agent or broker for the sale of credit life insurance and credit accident and health insurance relating to such loans and other extensions of credit; the office presently serves customers in Montgomery and Prince Georges Counties and it will continue to serve these customers and proposes to expand the service area to include Calvert, Ann Arundel, Charles, Howard, Frederick, Baltimore, Harford, St. Mary's and Worcester Counties in Maryland, Sussex and Kent Counties in the State of Delaware and the District of Columbia) at Maryland Trade Center, Suite 580, 7500 Greenway Center Drive, Lanham, Maryland, through its subsidiary, Manufacturers Hanover Mortgage Corporation (8/12/82)
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (making or acquiring loans and other extensions of credit, secured or unsecured, such as could be made or acquired by a finance company under Illinois law; servicing such loans and other extensions of credit and acting as agent or broker for the sale of credit life insurance directly related to such extensions of credit; 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 secured by real and personal property, including real estate equity loans, and offering credit-related single and joint life insurance and decreasing or level term (in the case of single payment loans) life insurance and credit accident and health insurance directly related to extension of credit made or acquired by Finance One Mortgage of

APPLICATIONS RECEIVED - Continued

Illinois, Inc., by licensed agents or brokers, to the extent permissible under applicable State insurance laws and regulations, this office will serve the entire State of Illinois) at 2215 York Road, Oak Brook, Illinois, through its subsidiary, Finance One Mortgage of Illinois, Inc. (8/12/82)

- New York National Westminster Bank PLC, London, England and NatWest Holdings Inc., New York, New York, for approval to acquire, indirectly through NatWest Commercial Services, Inc., the business and certain of the assets of the factoring division of First Pennsylvania Bank N.A., Philadelphia, Pennsylvania.
- Cleveland BancOhio Corporation, Columbus, Ohio, notification of intent to engage in de novo activities (making, acquiring or servicing for its own account or for the account of others, all types of residential and commercial mortgage loans and other extensions of credit (including issuing letters of credit and accepting drafts) and such other activities as are incidental thereto) at 4650 East Broad Street, Columbus, Ohio; 6900 North High Street, Worthington, Ohio; 1710 Atrium One, Fourth and Main Street, Cincinnati, Ohio; Suite 1020, 111 West First Street, Dayton, Ohio; 1414 East Ninth Street, Cleveland, Ohio; and 155 East Broad Street, Columbus, Ohio, through its subsidiary, BancOhio Mortgage Company (8/11/82)
- Richmond NCNB Corporation, Charlotte, North Carolina, notification of intent to engage in de novo activities (engage in the sale at retail of money orders having a face value of not more than \$1000) in Alexander City, Auburn, Eufaula, Greenville, Prattville and Troy in the State of Alabama; in Albemarle, Asheville, Brevard, Canton, Concord, Elizabethtown, Forest City, Gastonia, Goldsboro, Hendersonville, Laurinburg, Morehead City, Rockingham, Sanford, Siler City, Sylva, Wallace and Weldon in the State of North Carolina; in Aiken, Anderson, Beaufort, Bennettsville, Camden, Charleston Heights, Cheraw, Columbia, Conway, Dillon, Florence, Gaffney, Georgetown, Greenwood, Kingstree, Lexington, Manning, Mullins, Myrtle Beach, N. Myrtle Beach, Orangeburg, Rock Hill, Seneca, Spartanburg, Sumter Union, Walterboro and Winsboro in the State of South Carolina; in Athens, Cleveland, Columbia, Covington, Dickson, Dyersburg, Franklin, Greenville, Hendersonville, Humboldt, Huntingdon, Knoxville, LaJollette, Lawrenceburg, Lewisburg, Lexington, Livingston, Manchester, McMinnville, Newport, Paris, Pulaski, Rogersville, Savannah, Springfield, Union City and Winchester in the State of Tennessee; in Bartow, Brandon, Brooksville, Dade City, Deland, Gainesville, Jacksonville, Lakeland, Leesburg, Melbourne, Miami, Naples, New Port Richey, Oakland Park, Orange Park, Orlando, Palotka, Panama City, Pensacola, Port Charlotte, Sarasota, St. Petersburg, Tallahassee, Tampa, Temple Terrace,

APPLICATIONS RECEIVED - Continued

West Palm Beach, Winter Haven and Winter Park in the State of Florida; in Albany, Columbus, Savannah and Statesboro in the State of Georgia and also in Chattanooga, Tennessee, through its subsidiary, TranSouth Financial Corporation (8/9/82)

- Richmond NCNB Corporation, Charlotte, North Carolina, notification of intent to relocate a de novo office (making direct loans for consumer and other purposes, purchasing retail installment notes and contracts and acting as agent for the sale of credit life, credit accident and health and physical damage insurance directly related to its extensions of credit through its subsidiary, TranSouth Financial Corporation of Florida; and making direct loans for consumer and other purposes under the general usury statutes, purchasing retail installment notes and contracts, making direct loans to dealers for the financing of inventory (floor planning) and working capital purposes and acting as agent for the sale of credit life, credit accident and health and physical damage insurance directly related to its extensions of credit through its subsidiary, TranSouth Mortgage Corporation of Florida) from 143 Bull Street to 6409 Abercorn Street, Savannah, Georgia, through its subsidiaries, TranSouth Financial Corporation of Florida and TranSouth Mortgage Corporation of Florida (8/9/82)
- Richmond Northwestern Financial Corporation, North Wilkesboro, North Carolina, notification of intent to engage in de novo activities (making, acquiring, and servicing first mortgage loans such as would be made by a mortgage banking company) at 3508 University Drive, Durham, North Carolina, serving the counties of Durham, Orange and Chatham, North Carolina, through its subsidiary, First Atlantic Corporation (8/9/82)
- Atlanta First Railroad & Banking Company of Georgia, Augusta, Georgia, notification of intent to engage in de novo activities (making consumer installment loans secured by note, household goods, and first or second mortgages on real estate up to \$15,000; purchasing installment sales contracts up to \$3,500; underwriting credit life and accident and health insurance; and selling as agent, property insurance in connection with its loan and installment sales contracts) in Seneca, South Carolina, covering a service area encompassing Oconee County, through its subsidiary, CMC Group, Inc. (8/9/82)
- Chicago Comprehensive Investment Company, Coon Rapids, Iowa, for approval to engage in lending and leasing activities.

APPLICATIONS RECEIVED - Continued

- Chicago United Central Bancshares, Inc., Des Moines, Iowa, notification of intent to engage in de novo activities (in management consulting advice on an explicit fee basis to nonaffiliated banks regarding the establishment and administration of equipment leasing programs in which the lease is to serve as the functional equivalent of an extension of credit to the lessee of the property; such management consulting advice to include various aspects of planning and commencing an equipment leasing program, such as, leasing program organization, development of forms and documents, institutional funding sources and alternatives, personnel training, marketing, and lease transaction administration and management consulting advice regarding the implementation and continued operation of an equipment leasing program) at Suite 900, United Central Bank Building, 6th at Locust, Des Moines, Iowa, serving the State of Iowa, through its subsidiary UCB Leasing Corporation (8/9/82)
- St. Louis Boatmen's Bancshares, Inc., St. Louis, Missouri, notification of intent to engage through the locations of its banking subsidiaries (the issuance and sale of its travelers checks in accordance with the Board's Regulation Y) through an unspecified number of correspondent banks and corporate customers located throughout Missouri, the southern half of Illinois and the eastern half of Kansas (8/12/82)
- San Francisco Seafirst Corporation, Seattle, Washington, notification of intent to expand the following de novo activities (the underwriting and selling of credit life and credit accident and health insurance directly related to extensions of credit by Seafirst Corporation or its subsidiaries) in Seattle, Washington, serving Colorado, through its subsidiaries, Seafirst Life Insurance Company and Seafirst Insurance Corporation (8/4/82)
- San Francisco Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (in making or acquiring for its own account or for the account of others, asset based business loans and other commercial or industrial loans and extensions of credit such as would be made by factoring, rediscount or commercial finance companies and leasing and servicing activities with respect to personal property and equipment and real property) in Atlanta, Georgia, serving the United States, through its subsidiary, Security Pacific Finance Corp. (8/9/82)

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APPLICATIONS RECEIVED - Continued

REPORTS RECEIVED

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

Union Trust Company of Wildwood, Wildwood, New Jersey
(filed by Albert S. Bailie and Palmer M. Way, Jr.)

PETITIONS FOR RULEMAKING

None.