

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1982 No. 38)

Actions of the Board; Applications and Reports

Received During the Week Ending September 18, 1982

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Statement by Governor Lyle E. Gramley before the Subcommittee on Forests of the House Agriculture Committee to discuss the present state of the housing and forest products industries and the outlook for the future.

Regulation Z, Official Staff Commentary update, effective date: September 17, 1982, but reliance optional until April 1, 1983.

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| Kansas City | First Carrollton Bancshares, Inc., Carrollton, Missouri, extension of time to November 2, 1982, within which to acquire First National Bank of Carrollton, Carrollton, Missouri. <u>1/</u> |
| St. Louis | First Tennessee National Corporation, Memphis, Tennessee, extension of time to December 20, 1982, within which to acquire the successor by merger to Harpeth National Bank of Franklin, Franklin, Tennessee. <u>1/</u> |
| St. Louis | Gateway Capital Corporation, Hernando, Mississippi, extension of time to November 16, 1982, within which to become a bank holding company through the acquisition of the Hernando Bank, Hernando, Mississippi. <u>1/</u> |
| San Francisco | Home Interstate Bancorp, Signal Hill, California, extension of time to January 2, 1983, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of Home Bank, Signal Hill, California. <u>1/</u> |
| Atlanta | Lakeside Bancshares, Inc., Lake Charles, Louisiana, extension of time to January 22, 1983, within which to become a bank holding company through the acquisition of Lakeside National Bank, Lake Charles, Louisiana. <u>1/</u> |

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

ACTIONS OF THE BOARD - Continued

- Chicago** Merchants Corporation, Chicago, Illinois, extension of time to October 15, 1982, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of Merchants and Manufacturers State Bank, Melrose Park, Illinois. 1/
- Chicago** Miami Corporation, Chicago, Illinois, extension of time to December 22, 1982, within which to acquire 100 percent of the voting shares of Boulevard Bancorp, Inc., Chicago, Illinois, and thereby indirectly acquiring 100 percent of the voting shares of The Hinsdale Capital Corporation, Chicago, Illinois, which currently owns 81.4 percent of the voting shares of The First National Bank of Hinsdale, Hinsdale, Illinois. 1/
- Chicago** Miami Corporation, Chicago, Illinois, extension of time to December 22, 1982, within which to acquire 100 percent of the voting shares of Boulevard Bancorp, Inc., Chicago, Illinois, and thereby indirectly acquiring 80 percent of the voting shares of National Boulevard Bank of Chicago, Chicago, Illinois. 1/
- Chicago** Miami Corporation, Chicago, Illinois, extension of time to December 22, 1982, within which to acquire 100 percent of the voting shares of Boulevard Bancorp, Inc., Chicago, Illinois, and thereby indirectly acquiring 100 percent of the voting shares of The Glencoe Capital Corporation, Glencoe, Illinois which currently owns 89.7 percent of the voting shares of Glencoe National Bank, Glencoe, Illinois. 1/
- Chicago** Miami Corporation, Chicago, Illinois, extension of time to December 22, 1982, within which to acquire 100 percent of the voting shares of Boulevard Bancorp, Inc., Chicago, Illinois, and thereby indirectly acquiring 100 percent of the voting shares of Firstwin Corporation, Chicago, Illinois, which currently owns 83.6 percent of the voting shares of The First National Bank of Winnetka, Winnetka, Illinois. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago** Miami Corporation, Chicago, Illinois, extension of time to December 22, 1982, within which to acquire 100 percent of the voting shares of Boulevard Bancorp, Inc., Chicago, Illinois, and thereby indirectly acquiring 100 percent of the voting shares of The First National Bank of Wilmette, Wilmette, Illinois. 1/
- Atlanta** Northwest Georgia Financial Corporation, Dallas, Georgia, extension of time to December 19, 1982, within which to become a bank holding company through acquisition of the Citizens Bank, Dallas, Georgia. 1/
- Kansas City** Rifle Bank Agency, Inc., Rifle, Colorado, extension of time to December 2, 1982, within which to acquire the First National Bank in Parachute, Parachute, Colorado. 1/
- Dallas** Security Holding Company, Fredericksburg, Texas, extension of time to December 17, 1982, within which to acquire Security Financial Corporation in Fredericksburg, Fredericksburg, Texas. 1/
- Kansas City** Southwest Bankshares, Inc., Rio Rancho, New Mexico, extension of time to December 18, 1982, within which to acquire Bank of the Southwest, Rio Rancho, New Mexico. 1/
- Dallas** Texas Commerce Bancshares, Inc., Houston, Texas, extension of time to December 22, 1982, within which to acquire Texas Commerce Bank - Champions Park, N.A., Houston, Texas. 1/
- San Francisco** Tri-State Bancorporation, Inc., Montpelier, Idaho, extension of time to November 20, 1982, within which to become a bank holding company through the acquisition of Tri-State Bank and Trust Company, Montpelier, Idaho. 1/
- Cleveland** Union National Corp, Mt. Lebanon, Pennsylvania, extension of time to February 27, 1983, within which to acquire Keystone National Bank, Punxsutawney, Pennsylvania. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas** USBancshares of Texas, Inc., Denton, Texas, extension of time to November 16, 1982, within which to acquire USBank, Denton, Texas. 1/
- Boston** Connecticut Bank and Trust Company, Hartford, Connecticut, extensions of time within which to establish branches: (1) to October 1, 1982, on Division Street, Derby, Connecticut, and (2) to September 21, 1982 on Weston Road, Weston, Connecticut. 1/
- San Francisco** County Bank of Santa Cruz, Santa Cruz, California, extension of time to March 16, 1983, within which to establish a branch to be located at 1998 Main Street, City of Watsonville, California. 1/
- Chicago** Centerville National Bank, Centerville, Iowa, proposed purchase of assets and assumption of liabilities and maintain branches of Seymour State Bank, Seymour, Iowa, under the charter of Centerville National Bank and title of Hawkeye Bank and Trust, National Association; report to the Comptroller of the Currency on competitive factors. 1/
- New York** Chase Manhattan Bank, N.A., New York, New York, proposed purchase of assets and assumption of liabilities of Chase Bank S.A., Buenos Aires, Argentina; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago** Community Bank of Divernon, Divernon, Illinois, proposed merger with CB and D Bank, Divernon, Illinois, under the charter of CB of D Bank, and title of Community Bank of Divernon; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta** First National Bank of Clarksville, Clarksville, Tennessee, proposed merger with FNB Interim National Bank, Clarksville, Tennessee; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta** First United Bank, Montezuma, Georgia, proposed merger with First United Interim, Inc., Montezuma, Georgia; 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

- Chicago** Marine First National Bank, Janesville, Wisconsin, proposed merger with Marine First Peoples Bank, Janesville, Wisconsin and Marine Tobacco Exchange, Edgerton, Wisconsin, under the charter and title of Marine First National Bank; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago** Marine National Exchange Bank of Milwaukee, Milwaukee, Wisconsin, proposed merger with Capitol Marine Bank, Milwaukee, and Wisconsin Marine Bank, Milwaukee, under the charter of Marine National Exchange Bank of Milwaukee, and title of Marine Bank, National Association; report to the Comptroller of the Currency on competitive factors. 1/
- San Francisco** National Bank of La Jolla, La Jolla, California, proposed purchase of certain assets and the assumption of certain liabilities of the Heritage Bank office located at 1400 Camino De La Raina, San Diego, California, under the charter and title of the former; report to the Comptroller of the Currency on competitive factors. 1/
- Philadelphia** Russell National Bank, Lewistown, Pennsylvania, proposed merger with Interim National Bank of Lewistown, Lewistown, Pennsylvania, under the title of the Russell National Bank and the charter of Interim National Bank of Lewistown; report to the Comptroller of the Currency on competitive factors. 1/
- Richmond** Washington County National Bank of Abingdon, Abingdon, Virginia, proposed merger with Central Fidelity Bank, National Association, Southwest, Abingdon, Virginia, a proposed new bank; 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

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

- Approved
- Richmond Union Trust Company of Maryland, Baltimore, Maryland.
To establish a branch at 8355 Snouffers School Road,
Gaithersburg, Maryland. 1/
- New York The Bank of New York, New York, New York. To estab-
lish a branch at the Sayville Shopping Center,
Railroad Avenue and Montauk Highway, Sayville,
(Unincorporated area) Town of Islip, New York. 1/

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

- Approved
- Philadelphia Chemical Bank (Delaware), Wilmington, Delaware. 1/

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

- Not Disapproved
- Atlanta Southeast Banking Corporation, Miami, Florida.

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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

- Approved
- Atlanta Banco Del Pacifico International, Miami, Florida:
grants permission to commence business as a
corporation under the provisions of Section
25(a) of the Federal Reserve Act (9/17/82) 1/

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

ACTIONS OF THE BOARD - Continued

Sixty-Day Notification Period Allowed to Expire
 New York Citicorp, New York, New York: no objection to make an additional investment, either directly or indirectly, in Citilease Co., Ltd., Tokyo, Japan.

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

Withdrawn
 Chicago American-DeKalb Bancorp, Inc., De Kalb, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of American National Bank of De Kalb, De Kalb, Illinois.

Approved
 Philadelphia Drovers Bancshares Corporation, York, Pennsylvania, for approval to acquire 100 percent of voting shares of The Drovers & Mechanics Bank, York, Pennsylvania. 1/

Philadelphia First Bath Corporation, Bath, Pennsylvania, for approval to acquire 100 percent of the voting shares of First National Bank of Bath, Bath, Pennsylvania. 1/

Philadelphia Peoples National Bancorp, Inc., State College, Pennsylvania, for approval to acquire 100 percent of the voting shares of The Peoples National Bank of Central Pennsylvania, State College, Pennsylvania. 1/

Chicago GL & ML Limited, Aplington, Iowa, for approval to acquire at least 49 percent of the voting shares of Aplington Insurance, Inc., Aplington, Iowa, and indirectly State Savings Bank, Aplington, Iowa. 1/

Chicago North Side Bancorp., Inc., Racine, Wisconsin, for approval to acquire at least 80 percent of the voting shares of North Side Bank, Racine, Wisconsin and 100 percent of North Side Bank of Caledonia, Caledonia, Wisconsin, a proposed new bank. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago** United Bancorporation, Inc., Rockford, Illinois, for approval to acquire 98 percent of the voting shares of United Bank of Illinois, N.A., Rockford, Illinois; United Bank of Belvidere, Belvidere, Illinois; United Bank of Southgate, Rockford, Illinois and United Bancorporation, Inc., Rockford, Illinois (an Illinois corporation), and indirectly acquire 98 percent of United Bank of Rochelle, Rochelle, Illinois; S.B.A. Company, Rockford, Illinois, and indirectly United Bank of Rockford, Rockford, Illinois; Oregon Corporation, Rockford, Illinois, and indirectly acquire 96 percent of United Bank of Ogle County, N.A., Oregon, Illinois and East Riverside Inc., Rockford, Illinois and indirectly acquire 93 percent of United Bank of Loves Park, Loves Park, Illinois. 1/
- St. Louis** Columbia Bancshares, Inc., Columbia, Illinois, for approval to acquire at least 80 percent of the voting shares of Columbia National Bank, Columbia, Illinois. 1/
- St. Louis** Franklin Bancorp, Inc., Franklin, Kentucky, for approval to acquire 100 percent of the voting shares of the successor by merger to Franklin Bank & Trust Company, Franklin, Kentucky. 1/
- St. Louis** Rich Land Bancorp, Inc., Olney, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of Olney Trust Bank, Olney, Illinois, successor by merger to Olney Trust and Banking Company, Olney, Illinois. 1/
- Kansas City** First National Bancshares of Weatherford, Inc., Weatherford, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First National Bank of Weatherford, Weatherford, Oklahoma. 1/
- Dallas** First Republic Bancshares, Inc., Rayville, Louisiana, for approval to acquire at least 80 percent of the voting shares of First Republic Bank, Rayville, Louisiana. 1/
- Dallas** Nacogdoches Commercial Bancshares, Inc., Nacogdoches, Texas, for approval to acquire 100 percent of the voting shares of Commercial National Bank in Nacogdoches, Nacogdoches, Texas. 1/

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 3(a)(3) of the Bank Holding Company Act of 1956

- Approved
- St. Louis** Union Illinois Company, East St. Louis, Illinois, for approval to acquire up to 27 percent of the voting shares of Columbia National Bank, Columbia, Illinois. 1/
- Kansas City** Colorado National Bankshares, Inc., Denver, Colorado, for approval to acquire 100 percent of the voting shares of Colorado National Bank--Southwest, Jefferson County, Colorado, a proposed new bank. 1/
- Dallas** First City Financial Corporation, Albuquerque, New Mexico, for approval to acquire 100 percent of the voting shares of First City National Bank, Roswell, New Mexico, a proposed new bank. 1/
- Dallas** Mercantile Texas Corporation, Dallas, Texas, for approval to acquire 100 percent of the voting shares of The Ashford Bank, Houston, Texas. 1/
- Dallas** Texas Commerce Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Texas Commerce Bank-Greens Crossing, N.A., Houston, Texas, a proposed new bank. 1/

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To Expand a Bank Holding Company Pursuant to Section 3(a)(5) of the Bank Holding Company Act of 1956

- Approved
- Dallas** InterFirst Corporation, Dallas, Texas, for approval to acquire 100 percent of the voting shares of Fannin Bancshares, Inc., Houston, Texas, and indirectly Fannin Bank, Houston, Texas. 1/

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)(8) of the Bank Holding Company Act of 1956

- Approved
- Chicago First National Bancshares, Inc., East Lansing, Michigan, for approval to acquire substantially all of the assets of Le Ann Corporation, East Lansing, Michigan, and thereby directly engage in the making and acquiring, for its own account, real estate loans and other extensions of credit as would be made by a mortgage company or other commercial lending institution. 1/
- Chicago GL & ML Limited, Aplington, Iowa, for approval to engage in selling life, casualty and credit life and accident and health insurance in Aplington, Iowa (presently conducted by Aplington Insurance, Inc.). 1/
- San Francisco Puget Sound Bancorp, Tacoma, Washington, for approval to acquire 100 percent of the voting shares of PS Mortgage Corporation, Washington Leasing Corporation and Affiliated Escrow, Inc., all in Seattle, Washington. 1/
- Permitted
- Boston Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (in operating a loan or investment bank as authorized by Rhode Island law, including the acceptance of time and savings deposits but excluding the acceptance of demand deposits or the making of commercial loans) at Metro Center Office Park, Warwick, Rhode Island, serving primarily the cities and town of Warwick, West Warwick, Cranston and East Greenwich plus Washington County in the State of Rhode Island, through its subsidiary, Guild Loan & Investment Company (9/13/82) 3/

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

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 Manufacturers Hanover Corporation, New York, New York, requests permission to expand the service area of five existing offices (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) at 30100 Van Dyke Road, Suite 229, Warren, Michigan, serving customers in Wayne, Oakland, Macomb, and St. Clair Counties in Michigan; Suite 180, One Independence Place, 4807 Rockside Road, Independence, Ohio, serving customers in Cuyahoga, Lake, Lorain, Ashtabula, Geauga, Mahoning, Medina, Portage, Stark, Summit and Trumbull Counties in Ohio; 1819 Dobson Road, Mesa, Arizona, serving customers in the cities of Mesa and Tempe and in Maricopa, Coconino, Mohave and Yavapai Counties in Arizona; 2300 Palm Beach Lakes Boulevard, Suite 208, West Palm Beach, Florida, serving customers in Palm Beach, Dade, Broward, Martin, St. Lucie, Monroe, Okeechobee and Indian River Counties in Florida and Suite B-316, 3103 West Peoria Avenue, Phoenix, Arizona, serving customers in Maricopa, Coconino and Yuma Counties in Arizona, through its subsidiary, Manufacturers Hanover Mortgage Corporation (9/11/82) 3/
- Cleveland Ameritrust Corporation, Cleveland, Ohio, notification of intent to engage in de novo activities (making or acquiring and servicing for its own account or for the account of others, loans and extensions of credit including commercial loans secured by a borrower's inventory, accounts receivable, making leases of personal property or acting as agent, broker or advisor in leasing such property and other extensions of credit such as would be made by a commercial finance company) at Diamond Shamrock Building, Dallas, Texas, the geographic area to be served is the Dallas SMSA, through its subsidiary, AT Financial Corporation (9/13/82) 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

- Chicago Associated Banc-Corp., Green Bay, Wisconsin, notification of intent to engage in de novo activities (in mortgage banking) at 220 North Madison Street, Green Bay, Wisconsin, the geographic area to be served will be the southern Wisconsin counties of Marquette, Columbia, Dane, Rock, Walworth, Milwaukee, Dodge, and Sheboygan and northern Illinois counties of Boone, McHenry, Lake, Winnebago, Kane, Du Page, Cook and Will, through its subsidiary, Associated Mortgage, Inc. (9/13/82) 3/
- Dallas Mercantile Texas Corporation, Dallas, Texas, notification of intent to engage in de novo activities (in certain financial and portfolio investment adviser activities, making or acquiring loans and other extensions of credit for its own or another's account, servicing loans for others and performing real estate appraisals) at 1704 Main Street, Dallas County, Dallas, Texas, through its wholly-owned subsidiary, Mercantile Energy Corporation (9/17/82) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to expand de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company; servicing loans and other extensions of credit; and the offering of credit-related life insurance in New Hampshire, Maine, Massachusetts and Vermont; credit-related accident and health insurance will be offered in all states except Massachusetts; credit-related property insurance will not be offered in any of the four states; such activities will include, but not be limited to, making loans and other extensions of credit to consumers and small businesses, purchasing installment sales finance contracts, making loans secured by real property, and offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by FinanceAmerica Corporation of New Hampshire Inc.) at The Executive Office Building, Third Floor, 20 Industrial Park Drive, Nashua, New Hampshire, serving the entire states of New Hampshire, Massachusetts and Vermont and 639 Main Street, Laconia, New Hampshire, serving

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

ACTIONS OF THE BOARD - Continued

the entire states of New Hampshire, Maine and Vermont, through its indirect subsidiary, FinanceAmerica Corporation of New Hampshire Inc., (a New Hampshire Corporation) (9/14/82) 3/

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 (9/18/82) 3/

San
Francisco

Security Pacific Corporation, Los Angeles, California, notification of intent to relocate de novo 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 and credit property insurance) from 337 South Kennedy Drive, Bradley, Illinois, to Homewood, Illinois, serving the State of Illinois, through its subsidiary, Security Pacific Finance Corp. (9/16/82) 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

St. Louis English State Bank, English, Indiana. To establish
a domestic branch at the corner of Highway 64 and
Valeen Road, Crawford County, Indiana. 2/

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

Richmond First Virginia Bank-Franklin County, Rocky Mount,
Virginia, to merge with Farmers and Merchants
Bank, Boones Mill, 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

Atlanta Banco Del Pacifico International, Miami, Florida:
requests permission to commence business as a
corporation under the provision of Section 25(a)
of the Federal Reserve Act.

Dallas Mercantile National Bank of Dallas, Dallas, Texas:
requests consent to establish two foreign sub-
sidiaries, Mercantile Texas Bank (Overseas)
Limited, to be located in George Town, Grand
Cayman, Cayman Islands, and Mercantile Texas
Limited, to be located in Hong Kong.

San
Francisco Banco do Brasil S.A., Brasilia, Brazil: requests
consent to establish an Edge Act Corporation in
Washington, D. C., with branches in Chicago,
Illinois; Atlanta, Georgia; and Houston and
Dallas, Texas.

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

San Francisco BankAmerica International, San Francisco, California:
requests consent to establish a de novo branch in
the Miami International Airport, Miami, Florida.

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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 Valbanque Corporation and its wholly-owned subsidiary,
N.Y. Banco Holdings, Ltd., both of Hato Rey,
Puerto Rico, for approval to acquire at least 25
percent of the voting shares of The First Women's
Bank, New York, New York. 2/

New York W.L.T. Asian Holding Company (H.K.) Ltd., Hong Kong,
B.C.C., for approval to acquire at least 75 percent
of the voting shares of Community National Bank and
Trust Company of New York, Staten Island, New York. 2/

Philadelphia Bank of Delaware Corporation, Wilmington, Delaware, for
approval to acquire 100 percent of the voting shares
of Bank of Delaware, Wilmington, Delaware. 2/

Richmond First Palmetto Bancshares Corp., Columbia, South
Carolina, for approval to acquire 100 percent of
the voting shares of First Palmetto State Bank &
Trust Company, Columbia, South Carolina. 2/

Atlanta Britton & Koontz Capital Corporation, Natchez,
Mississippi, for approval to acquire 100 percent
of the voting shares of Britton & Koontz First
National Bank, Natchez, Mississippi. 2/

Chicago ABC Bancorporation, Inc., Chicago, Illinois, for
approval to acquire 100 percent of the voting
shares (less directors' qualifying shares) of
the successor by merger to Austin Bank of Chicago,
Chicago, Illinois. 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 Addison Bancshares, Inc., Addison, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to First Security Bank, Addison, Illinois. 2/
- Chicago Beecher Bancorp, Inc., Beecher, Illinois, for approval to acquire at least 80 percent of the voting shares of Farmers State Bank of Beecher, Beecher, Illinois. 2/
- Chicago First Manitowoc Bancorp, Inc., Manitowoc, Wisconsin, for approval to acquire 80 percent of the voting shares of First National Bank in Manitowoc, Manitowoc, Wisconsin. 2/
- Chicago Forrest Bancshares, Inc., Forrest, Illinois, for approval to acquire 80 percent of the voting shares of First State Bank of Forrest, Forrest, Illinois. 2/
- Chicago Midwest Financial Group, Inc., Peoria, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to: Commercial National Corporation, Peoria, Illinois, and indirectly Commercial National Bank of Peoria, Peoria, Illinois; Prospect National Bank of Peoria, Peoria, Illinois, and University National Bank of Peoria, Peoria, Illinois; Champaign Bancorp, Inc., Champaign, Illinois, and indirectly The First National Bank in Champaign, Champaign, Illinois; Illinois National Bancorp, Inc., Springfield, Illinois, and indirectly Illinois National Bank of Springfield, Springfield, Illinois; and First Trust & Savings Bank of Kankakee, Kankakee Illinois. 2/
- St. Louis Nelson Bancorp, Inc., Chaplin, Kentucky, for approval to acquire at least 80 percent of the voting shares of Peoples State Bank, Chaplin, Kentucky. 2/
- St. Louis Smackover Bancshares, Inc., Smackover, Arkansas, for approval to acquire at least 80 percent of the voting shares of Smackover State Bank, Smackover, Arkansas. 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 Eitzen Independents, Inc., Eitzen, Minnesota, for approval to acquire 84.4 percent of the voting shares of Eitzen State Bank, Eitzen, Minnesota. 2/
- Kansas City Green Mountain Bancorporation, Inc., Englewood, Colorado, for approval to acquire 100 percent of the voting shares of Green Mountain Bank, Lakewood, Colorado. 2/
- Kansas City Midland BanCor, Inc., Lee's Summit, Missouri, for approval to acquire at least 80 percent of the voting shares of Midland Bank, Lee's Summit, Missouri. 2/
- Dallas Community Bancorporation, Inc., Bellville, Texas, for approval to acquire 100 percent of the voting shares of The First National Bank of Bellville, Bellville, Texas. 2/
- Dallas First State Bancshares of Yoakum, Inc., Yoakum, Texas, for approval to acquire at least 80 percent of the voting shares of First State Bank, Yoakum, Texas. 2/
- Dallas United Bancorp., Inc., Victoria, Texas, for approval to acquire at least 80 percent of the voting shares of Unitedbank - Victoria, Victoria, Texas. 2/
- San Francisco Hanil Bank, Seoul, Korea, for approval to acquire 82.69 percent of the outstanding voting stock of First State Bank of Southern California, Lynwood, California. 2/
- San Francisco PNB Financial Group, Newport Beach, California, for approval to acquire 100 percent of the voting shares of Pacific National Bank, Newport Beach, California. 2/
- San Francisco SDNB Financial Corp., San Diego, California, for approval to acquire 100 percent of the voting shares of San Diego National Bank, San Diego, California. 2/
- San Francisco Torrey Pines Group, Solana Beach, California, for approval to acquire 100 percent of the voting shares of Torrey Pines Bank, Solana Beach, California. 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 - ContinuedTo Expand a Bank Holding Company Pursuant to Section 3(a)(3) of the Bank Holding Company Act of 1956

- New York** The Summit Bancorporation, Summit, New Jersey, for approval to acquire 100 percent of the voting shares of the successor by merger to Ocean County National Bank, Point Pleasant, New Jersey. 2/
- Richmond** NCNB Corporation, Charlotte, North Carolina, for approval to acquire 100 percent of the voting shares of Exchange Bancorporation, Inc., Tampa, Florida and indirectly Exchange Bank & Trust Company of Florida, Tampa, Florida; Exchange Bank of Collier County, Naples, Florida; Exchange National Bank of Lake County, Clermont, Florida; Exchange Bank of Lee County, Fort Myers, Florida; Exchange National Bank of Manatee City, Bradenton, Florida; Exchange Bank of Osceola, Kissimmee, Florida; Exchange Bank of Sarasota City, Sarasota, Florida; Exchange Bank of Charlotte City, National Association, Englewood, Florida; Exchange Bank of Polk County, Winter Haven, Florida. 2/
- Atlanta** Atlantic Bancorporation, Jacksonville, Florida, for approval to acquire 100 percent of the voting shares of Atlantic National Bank of Florida at Orange Park, Orange Park, Florida, a proposed new bank. 2/
- Atlanta** SafraCorp, Miami, Florida, for approval to acquire 100 percent of the voting shares of Safra Bank II, N.A., Pompano Beach, Florida, a proposed new bank. 2/
- Chicago** Central of Illinois, Inc., Sterling, Illinois, for approval to acquire 100 percent of the voting shares of MOUNT MORRIS BANSHARES, INC., Mount Morris, Illinois, and indirectly up to 98.35 percent of Citizens State Bank of Mount Morris, Mount Morris, Illinois. 2/
- Chicago** Hawkeye Bancorporation, Des Moines, Iowa, for approval to acquire 100 percent of the voting shares of First National Bank in Lenox, Lenox, 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** Mid-Citco Incorporated, Chicago, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to First National Bank of Morton Grove, Morton Grove, Illinois. 2/
- St. Louis** Bank of Poplar Bluff Bancshares, Inc., Poplar Bluff, Missouri, for approval to acquire at least 80 percent of the voting shares of Bank of Marble Hill, Marble Hill, Missouri. 2/
- St. Louis** Ridgway Bancorp., Inc., Ridgway, Illinois, for approval to acquire 100 percent of the voting shares of Frankfort Bancorporation, Inc., West Frankfort, Illinois and indirectly at least 80 percent of the voting shares of Bank of West Frankfort, West Frankfort, Illinois. 2/
- St. Louis** Ridgway Bancorp., Inc., Ridgway, Illinois, for approval to acquire 100 percent of the voting shares of Vienna Bancorp., Inc., Vienna, Illinois and indirectly at least 80 percent of the voting shares of Drivers State Bank, Vienna, Illinois. 2/
- Kansas City** Alpine Bancorp., Inc., Glenwood Springs, Colorado, for approval to acquire 100 percent of the voting shares of Alpine Bank, Glenwood Springs (a proposed new bank), Valley Bank & Trust, Eagle; Basalt Bancorp, Inc., Basalt, and indirectly Bank of Basalt, Basalt; Snowmass Bancorp, Inc., Snowmass Village, and indirectly Bank of Snowmass, Snowmass Village; Colorado River Bancorp, Clifton, and indirectly Bank of Clifton, Clifton, all located in Colorado. 2/
- Kansas City** Citizens Ban-Corporation, Rock Port, Missouri, for approval to acquire at least 80 percent of the voting shares of Kingston Bank, Kingston, Missouri, and of The Farmers Bank of Sheridan, Sheridan, Missouri. 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 First City Bancorporation of Texas, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Graham National Bancorporation, Graham, Texas, and indirectly The Graham National Bank, Graham, Texas. 2/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Texas Commerce Bank-West Oaks, N.A., Houston, Texas, a proposed new bank. 2/
- Dallas Westex Bancorp, Inc., Del Rio, Texas, for approval to acquire 100 percent of the voting shares of Sutton County National Bank, Sonora, Texas, a proposed new bank. 2/

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To Expand a Bank Holding Company Pursuant to Section 3(a)(5) of the Bank Holding Company Act of 1956

- Cleveland PNC Financial Corp., Pittsburgh, Pennsylvania, for approval to acquire 100 percent of the voting shares of Pittsburgh National Corporation, Pittsburgh, Pennsylvania and indirectly Pittsburgh National Bank, Jeannette, Pennsylvania, Somerset Trust Company, Somerset, Pennsylvania and Peoples Bank, Weirton, West Virginia and Provident National Corporation, Philadelphia, Pennsylvania and indirectly Provident of Delaware Bank, Wilmington, Delaware and Provident National Bank, Bryn Mawr, Pennsylvania. 2/
- Dallas First Security National Corporation, Houston, Texas, for approval to merge with Graham National Bancorporation, Graham, Texas and acquire shares of The Graham National Bank, Graham, Texas. 2/

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

- Boston** Hospital Trust Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (underwriting, as reinsurer, credit life and credit disability insurance which is directly related to extensions of credit by the credit extending affiliates of Hospital Trust Corporation) at One Hospital Trust Plaza, Providence, Rhode Island and 1500 Southwest Financial Plaza, 3101 North Central Avenue, Phoenix, Arizona, serving Rhode Island, through its subsidiary, RIHT Life Insurance Company (9/16/82)
- Philadelphia** York Bancorp, York, Pennsylvania, notification of intent to engage in de novo activities (underwriting, as reinsurer, credit life and credit accident and health insurance directly related to extensions of credit by Applicant's subsidiary bank, The York Bank and Trust Company) in Phoenix, Arizona, the geographic area to be served is Southeastern Pennsylvania, through its subsidiary, Dickinson Life Insurance Company (9/16/82)
- Cleveland** PNC Financial Corp., Pittsburgh, Pennsylvania, for approval to acquire The Kissell Company, Pittsburgh National Discount Corporation, PINACO, Inc., Pittsburgh National Leasing Corp., Pittsburgh National Life Insurance Company, Pittsburgh National Commercial Corporation, Provident National Investment Corporation, and Provident National Financial Corporation.
- Richmond** NCNB Corporation, Charlotte, North Carolina, for approval to acquire Exchange Financial Services, Inc., Tampa, Florida; Exchange Leasing, Inc., Tampa, Florida; Exchange Travel Service, Inc., Exchange Operating Services Corporation.
- Atlanta** SafraCorp, Miami, Florida, for approval to engage in lending activities.
- Chicago** Midland Mortgage Corporation, Detroit, Michigan, notification of intent to engage in de novo activities (to perform loan origination and mortgage loan servicing and accounting for

APPLICATIONS RECEIVED - Continued

Midland Mortgage Corporation) at 201 E. Pine Street, Suite 524, Orlando, Florida, the geographic area served will be nationwide (9/8/82)

- Minneapolis First Bank System, Inc., Minneapolis, Minnesota, notification of intent to engage in de novo activities (in the mortgage banking business, including the brokering, origination, purchase, sale and servicing of real estate mortgage loans) at 1711 Office Center, 1711 West County Road B, Roseville, Minnesota, serving the Minneapolis-St. Paul SMSA consisting of St. Croix County in Wisconsin and Anoka, Dakota, Hennepin, Ramsey, Washington, Chicago, Wright, Scott and Carver Counties in Minnesota, through its subsidiary, FBS Mortgage Corporation (9/7/82)
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (making or acquiring loans or other extensions of credit such as would be made by a commercial finance company, involving commercial loans secured by borrower's inventory, accounts receivable, or other assets; servicing such loans for others; and making leases of personal property in accordance with the Board's Regulation Y) at 14800 Quorum Drive, Suite 529, Dallas, Texas, serving Texas, Oklahoma, Louisiana, Arkansas, Missouri, Kansas, Tennessee, New Mexico, Arizona and Alabama, through its subsidiary, Banco Financial Corporation (9/8/82)
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (consumer and commercial finance, and the sale of credit-related insurance) from 1103 Hampton Street, Columbia, South Carolina to Dutch Plaza, Suite 107, 800 Dutch Square Boulevard, Columbia, South Carolina, through its subsidiary, Dial Finance Company of South Carolina (9/16/82)
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (consumer and commercial finance, and the sale of credit-related insurance) from 4724 Broadway, Gary, Indiana to Twin Towers Mall, Unit 27, 1000 East 80th Place, Merrillville, Indiana, serving substantially the same geographical area as the existing office, through its subsidiary, Dial Finance Company of Indiana, Inc. (9/16/82)

APPLICATIONS RECEIVED - Continued

- Minneapolis** Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (consumer and commercial finance, and the sale of credit-related insurance) from 1339 South Glenstone Avenue, Springfield, Missouri to 2724 South Glenstone Avenue, Springfield, Missouri through its subsidiaries, Dial Finance Company of Missouri and Dial Finance Company of Missouri No. 1 (9/16/82)
- Minneapolis** Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (consumer and commercial finance, and the sale of credit-related insurance) from 7122 Alameda Avenue, Hidden Valley Shopping Center, El Paso, Texas, to Airways Junction Shopping Center, Suite D-7, 1201 Airway Boulevard, El Paso, Texas, through its subsidiary, Dial Finance Company of Texas (9/16/82)
- Kansas City** Eaton Capital Corporation, Loup City, Nebraska, for approval to acquire 100 percent of Colorado Industrial Bank, Eaton, Colorado and indirectly engage in credit-related insurance through Bank.
- San Francisco** BankAmerica Corporation, San Francisco, California, notification of its intent to engage in a de novo activity (in the activity of selling travelers checks) at the Miami International Airport, Miami, Florida, serving the entire State of Florida, through its indirect subsidiary, FinanceAmerica Corporation (a Florida corporation) (9/16/82)
- San Francisco** BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company; servicing loans and other extensions of credit; and 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, purchasing installment sales finance contracts, making loans and other extensions of credit to consumers as well as small businesses, making loans and other extensions of credit secured by real and personal property, and offering credit-related life, credit-related accident and health and credit-related

APPLICATIONS RECEIVED - Continued

property insurance, credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of FinanceAmerica Consumer Discount Company) at 241 West Broad Street, Quakertown, Pennsylvania, serving the entire State of Pennsylvania, through its indirect subsidiary, FinanceAmerica Consumer Discount Company (a Pennsylvania corporation) (9/14/82)

San
Francisco

Rainier Bancorporation, Seattle, Washington, notification of intent to engage in de novo activities (making or acquiring for its own account or for the account of others, loans or other extensions of credit; and acting as an insurance agent or broker with regard to insurance that is directly related to extensions of credit by Rainier Mortgage Company in the following categories: mortgage redemption insurance in the form of credit life and disability insurance; property and casualty insurance on real and personal property, including homeowners, fire and extended coverage, liability, builder's course of construction, and builder borrower insurance and performance bonds) in Houston, Texas, serving the entire State of Texas, through its subsidiary, Rainier Mortgage Company (9/18/82)

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REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.