

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1982 No. 42)

Actions of the Board; Applications and Reports

Received During the Week Ending October 16, 1982

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Reduction in the basic discount rate from 10 percent to 9 1/2 percent, effective at the opening of the next business day, at all Federal Reserve Banks except Cleveland, effective October 13.

The Federal Reserve Board adopted in final form two proposed interpretations of Regulation B and withdrew three proposed amendments to the regulation; the interpretations will become effective April 1, 1983 (Docket No. R-0203).

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| Atlanta | American Security Bancshares, Inc., Welsh, Louisiana, extension of time to December 30, 1982, within which to become a bank holding company through acquisition of American Bank, Welsh, Louisiana. <u>1/</u> |
| Boston | Bankcore, Inc., North Conway, New Hampshire, extension of time to November 8, 1982, within which to become a bank holding company through the acquisition of North Conway Bank, North Conway, New Hampshire. <u>1/</u> |
| St. Louis | Citizens' National Corporation, Linton, Indiana, extension of time to November 1, 1982, within which to become a bank holding company through the acquisition of Citizens National Bank of Linton, Linton, Indiana. <u>1/</u> |
| Dallas | Colonial Bancshares of Greenville, Inc., Greenville, Texas, extension of time to November 30, 1982, within which to acquire Colonial Bank of Greenville, Greenville, Texas. <u>1/</u> |

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

ACTIONS OF THE BOARD - Continued

- Chicago COMMERCIAL BANCSHARES, INC., Crown Point, Indiana, extension of time to December 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 The Commercial Bank, Crown Point, Indiana. 1/
- St. Louis Dumas Bancshares, Inc., Dumas, Arkansas, extension of time to October 30, 1982, within which to become a bank holding company through the acquisition of Dumas State Bank, Dumas, Arkansas. 1/
- St. Louis Edmonton Bancshares, Inc., Edmonton, Kentucky, extension of time to February 18, 1983, within which to become a bank holding company through the acquisition of the successor by merger to Edmonton State Bank, Edmonton, Kentucky. 1/
- Minneapolis Farmers Investment Company, Inc., Eyota, Minnesota, extension of time to November 16, 1982, within which to acquire: (1) First Dover Investment Company, Elgin; (2) First State Bank of Dover, Dover; (3) Elgin Investment Company, Elgin; (4) Elgin-Millville State Bank, Elgin; and (5) Elgin Financial Services, Elgin, Minnesota. 1/
- Chicago First Busey Corporation, Urbana, Illinois, extension of time to January 18, 1983, within which to acquire 100 percent of the voting shares of National Bank of Urbana, Urbana, Illinois. 1/
- Cleveland First National Company, Pikeville,, Kentucky, extension of time to January 23, 1983, within which to acquire The First National Bank of Pikeville, Pikeville, Kentucky. 1/
- St. Louis Franklin Bancorp, Inc., Franklin, Kentucky, extension of time to February 28, 1983, within which to become a bank holding company through the acquisition of the successor by merger to Franklin Bank and Trust Company, Franklin, Kentucky. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta Gulf South Bancshares, Inc., Gretna, Louisiana, extension of time to November 13, 1982, within which to become a bank holding company through acquisition of Gulf South Bank & Trust Company, Gretna, Louisiana. 1/
- Dallas Kilgore First Bancorp, Inc., Kilgore, Texas, extension of time to January 14, 1983, within which to acquire Kilgore First National Bank, Kilgore, Texas. 1/
- Kansas City Lakeshore Bancshares, Inc., Oklahoma City, Oklahoma, extension of time to October 27, 1982, within which to acquire Lakeshore Bank, N.A., Oklahoma City, Oklahoma. 1/
- San Francisco Meridian Bancorp, Pleasant Hill, California, extension of time to January 16, 1983, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Meridian National Bank, Pleasant Hill, California. 1/
- Atlanta Peoples Bancshares, Inc., Clifton, Tennessee, extension of time to December 31, 1982, within which to become a bank holding company through the acquisition of Peoples Bank of Clifton, Clifton, Tennessee. 1/
- Chicago Savanna Bancorp, Inc., Savanna, Illinois, extension of time to January 30, 1983, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of Savanna State Bank, Savanna, Illinois. 1/
- Chicago Somonauk FSB Bancorp, Inc., Somonauk, Illinois, extension of time to January 30, 1983, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Farmers State Bank of Somonauk, Somonauk, Illinois. 1/

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

ACTIONS OF THE BOARD - Continued

- Boston** State Street Boston Corporation, Boston, Massachusetts, extension of time to January 10, 1983, within which to acquire through a purchased stock option 16.6 percent of the voting shares of Worcester Bancorp, Inc., Worcester, Massachusetts. 1/
- Atlanta** UBF Corporation, Dade City, Florida; extension of time to January 10, 1983, within which to become a bank holding company through the acquisition of the Bank of Pasco County, Dade City, Florida. 1/
- San Francisco** U. S. Bancorp, Portland, Oregon, extension of time to January 23, 1983, within which to commence operation of a branch office of U. S. Thrift & Loan, Salt Lake City, Utah. 1/
- Dallas** Wilson Bancshares, Inc., Wilson, Texas, extension of time to January 30, 1983, within which to acquire Wilson State Bank, Wilson, Texas. 1/
- Atlanta** Home Bank, Inc., Guntersville, Alabama, an investment in bank premises. 1/
- Richmond** NCNB International Banking Corporation, New York, New York, extension of time to February 18, 1983, within which to establish a branch in Miami, Florida. 1/
- Atlanta** Bank of Clearwater, Clearwater, Florida, proposed merger with Clearwater Beach Bank, Clearwater, Florida; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta** Bank of New Roads, New Roads, Louisiana, proposed merger with BNR Bank, New Roads, Louisiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond** Chesapeake National Bank, Kilmarnock, Virginia, proposed merger with Chesapeake Bank, National Association, Kilmarnock, 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

- St. Louis Community Bank, Steelville, Missouri, proposed merger with First Community National Bank of Crawford County, Steelville, Missouri; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Boston Depositors Trust Company of Southern Maine, Portland, Maine, proposal to acquire the assets and assume the liabilities of Canal National Bank, Portland, Maine, and Canal Corporation, Portland, Maine; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Exchange Bank & Trust Company of Florida, Tampa, Florida, proposed merger with Exchange Bank of Collier County, Naples; Exchange National Bank of Lake County, Clermont; Exchange Bank of Lee County, Fort Myers; Exchange National Bank of Manatee County, Bradenton; Exchange Bank of Osceola, Kissimmee; Exchange Bank of Polk County, Winter Haven; Exchange Bank of Sarasota County, Sarasota; and Exchange Bank of Charlotte County, N.A., Englewood, Florida; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta First American Bank of Palm Beach County, North Palm Beach, Florida, proposed merger with United National Bank, Cocoa Beach, Florida; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond First Bank of Ceredo, Ceredo, West Virginia, proposed merger with FBC Bank, Inc., Ceredo, West Virginia, a proposed new bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Philadelphia First National Bank of Bath, Bath, Pennsylvania, proposal to merge with FB National Bank, Bath, Pennsylvania; 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 First National Bank of Pikeville, Pikeville, Tennessee, proposed merger with First Phantom National Bank, Pikeville, Tennessee; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago First Sub Bank, Taylorville, Illinois, proposed merger with First Trust and Savings Bank of Taylorville, Taylorville, Illinois, under the charter of First Sub Bank and title of First Trust and Savings Bank of Taylorville; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Flat Top National Bank of Bluefield, Bluefield, West Virginia, proposed merger with FTNB, National Association, Bluefield, West Virginia, a proposed new bank; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Florida Coast Bank, Pompano Beach, Florida, proposed merger with Deer Creek Bank, Deerfield Beach, Florida; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Gulfstream Bank, N.A., Boca Raton, Florida, proposed merger with Peoples Downtown National Bank, Miami, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Boston Newworld Bank for Savings, Boston, Massachusetts, proposal to consolidate with Bass River Savings Bank, South Yarmouth, Massachusetts; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Northwestern Bank, North Wilkesboro, North Carolina, proposed merger with Cabarrus Bank and Trust Company, Concord, North Carolina; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Park Avenue Bank, Valdosta, Georgia, proposed merger with New Valdosta Interim, Inc., Valdosta, 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

- Dallas Plaza Bank, N.A., Harlingen, Texas, proposal to merge with Plaza National Bank, Harlingen, Texas; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Sherman Community Bank, Sherman, Illinois, proposed merger with SCB Bank, Sherman, Illinois, under the charter of SCB Bank and title of Sherman Community Bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Stonington Community Bank, Stonington, Illinois, proposed merger with SCB Bank, Stonington, Illinois, under the charter of SCB Bank and title of Stonington Community Bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta West Central Georgia Bank, Thomaston, Georgia, proposed merger with West Central Georgia Interim Corporation, Thomaston, 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

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

Approved

Atlanta North First Bank, North Fort Myers, Florida. To
 establish a branch at the Southwest Regional
 Jetport in Lee County, Florida. 1/

Dallas First State Bank, Abilene, Texas. To establish
 an offsite electronic facility in Abilene,
 Texas. 1/

San
Francisco First Interstate Bank of California, Los Angeles,
 California. To establish a branch office to be
 located in the vicinity of the intersection
 of Betteravia Road and Miller Street, City of
 Santa Maria, Santa Barbara County, California. 1/

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

Approved

San
Francisco American Pacific State Bank, Sun Valley,
 California. 1/

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

Not Disapproved

Dallas Bangs Bancshares, Inc., Bangs, Texas. 1/

San
Francisco Grandville Financial Holdings Ltd., Hong
 Kong. 1/

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

ACTIONS OF THE BOARD - Continued

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

- Boston Rhode Island Hospital Trust National Bank,
 Providence, Rhode Island: grants approval
 to change the name of an Edge Corporation
 located in Miami, Florida from Hospital Trust
 International Banking Corporation to RIHT
 International Banking Corporation (10/13/82) 1/
- New York Irving International Financing Corporation,
 New York, New York: grants consent to purchase
 and hold, directly or indirectly, additional
 shares of Siam Leasing S.p.A., Rome, Italy.

Sixty-Day Notification Period Allowed to Expire

- Boston The First National Bank of Boston, Boston,
 Massachusetts: no objection to make an
 additional investment in Boston Bank
 Cameroon, S.A., Douala, United Republic of
 Cameroon.
- New York Citibank Overseas Investment Corporation, Wilming-
 ton, Delaware: no objection to acquire, directly
 or indirectly, all the capital stock of a de novo
 commercial finance company, Citicorp AB, Stock-
 holm, Sweden.
- Dallas Mercantile Texas Corporation, Dallas, Texas: no
 objection to make an additional investment in
 Mercantile Texas Overseas Finance N.V.,
 Curacao, Netherlands Antilles.

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

ACTIONS OF THE BOARD - ContinuedTo Form a Bank Holding Company Pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956

| | <u>Approved</u> |
|--------------|---|
| Philadelphia | Heritage Financial Services Corporation, Lewistown, Pennsylvania, for approval to acquire 100 percent of the voting shares of The Russell National Bank, Lewistown, Pennsylvania. <u>1/</u> |
| Atlanta | BancSouth, Inc., Abbeville, Alabama, for approval to acquire at least 80 percent of the voting shares of The Bank of Abbeville, Abbeville, Alabama and Bank of Cottonwood, Cottonwood, Alabama. |
| Atlanta | City Savings Bancshares, Inc., DeRidder, Louisiana, for approval to acquire 100 percent of the voting shares of City Savings Bank & Trust Company, DeRidder, Louisiana. <u>1/</u> |
| Atlanta | Dadeland Bancshares, Inc., Miami, Florida, for approval to acquire 100 percent of the voting shares of Dadeland Bank, Miami, Florida. <u>1/</u> |
| Atlanta | Interstate Bank Holding Company, Coral Gables, Florida, for approval to acquire at least 80 percent of the voting shares of The Bank of Coral Gables, Coral Gables, Florida. <u>1/</u> |
| Atlanta | Wakulla Bancorp, Crawfordville, Florida, for approval to acquire at least 80 percent of the voting shares of Wakulla County State Bank, Crawfordville, Florida. <u>1/</u> |
| Kansas City | Citadel Bankshares, Inc., Wichita, Kansas, for approval to acquire at least 90.12 percent of the voting shares of East Side Bank and Trust, Wichita, Kansas. <u>1/</u> |
| Kansas City | Citizens Bank Services, Inc., Abilene, Kansas, for approval to acquire at least 91.75 percent of the voting shares of Citizens Bank of Abilene, Abilene, Kansas. <u>1/</u> |

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

ACTIONS OF THE BOARD - Continued

- Kansas City** Cloud County Bancshares, Inc., Concordia, Kansas, for approval to acquire at least 80 percent of the voting shares of Cloud County Bank and Trust, Concordia, Kansas. 1/
- Kansas City** First Frankfort Bancshares, Inc., Frankfort, Kansas, for approval to acquire at least 80 percent of the voting shares of First National Bank in Frankfort, Frankfort, Kansas. 1/
- Kansas City** Galva Bancshares, Inc., Galva, Kansas, for approval to acquire at least 95 percent of the voting shares of The Farmers State Bank, Galva, Kansas. 1/
- Kansas City** Harper Bancshares, Inc., Harper, Kansas, for approval to acquire 100 percent of the voting shares of First National Bank in Harper, Harper, Kansas. 1/
- Kansas City** Lebo Bancshares, Inc., Lebo, Kansas, for approval to acquire at least 80 percent of the voting shares of The State Bank of Lebo, Lebo, Kansas. 1/
- Kansas City** Plainview Holding Co., Plainview, Nebraska, for approval to acquire at least 80 percent of the voting shares of Plainview National Bank, Plainview, Nebraska. 1/
- Dallas** Moody Bancshares, Inc., Galveston, Texas, for approval to acquire at least 80 percent of the voting shares of The Moody National Bank of Galveston, Galveston, Texas. 1/
- Dallas** Rochester Bancshares, Inc., Rochester, Texas, for approval to acquire at least 83.6 percent of the voting shares of The Home State Bank, Rochester, Texas. 1/
- San Francisco** APSB Bancorp, North Hollywood, California, for approval to acquire 100 percent of the voting shares of American Pacific State Bank, Sun Valley, California. 1/

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

ACTIONS OF THE BOARD - Continued

Denied

Cleveland United Midwest Bancshares, Inc., Cincinnati, Ohio, for approval to acquire 100 percent of the voting shares of Southern Ohio Bank, Cincinnati, Ohio.

* * * * *

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

Approved

Atlanta First Alabama Bancshares, Inc., Montgomery, Alabama, for approval to acquire 100 percent of the voting shares of South Baldwin Bank, Foley, Alabama. 1/

Chicago Mid-Central Bancshares Corporation, Charleston, Illinois, for approval to acquire up to 51 percent of the voting shares of Ashmore State Bank, Ashmore, Illinois. 1/

Kansas City First Midwest Bancorp., Inc., St. Joseph, Missouri, for approval to acquire at least 90 percent of the voting shares of The Farmers Bank of Maysville, Maysville, Missouri. 1/

Dallas Summit Bancshares, Inc., Fort Worth, Texas, for approval to acquire 100 percent of the voting shares of Alta Mesa National Bank, Fort Worth, Texas. 1/

Dallas Texas Commerce Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Texas Commerce Bank-Northcross, N.A., Austin, Texas, 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 3(a)(5) of the Bank Holding Company Act of 1956

Approved

Boston Bank of New England Corporation, Boston, Massachusetts, for approval to merge with The Hancock Group, Incorporated, Quincy, Massachusetts.

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

Returned

San Francisco Utah Bancorporation, Salt Lake City, Utah, notification of intent to engage in de novo activities (for the industrial loan corporation activities of the subsidiary in the manner authorized by Utah state law, including the acceptance of time and savings deposits and making, acquiring and servicing loans and other extensions of credit) at the corner of 2300 East and 3300 South, Salt Lake City, Utah, serving the market area surrounding the location, through its subsidiary, Intermountain Thrift and Loan (10/15/82) 3/

Approved

Kansas City United Bancorporation of Wyoming, Inc., Jackson, Wyoming, for approval to acquire 100 percent of the assets and liabilities of Jackson State Insurance Agency, Jackson, Wyoming, and thereby directly engage in general insurance activities in a community with a population of less than 5,000. 1/

Permitted

New York Barclays Bank PLC and Barclays Bank International Limited, both of London, England, request permission to expand the activities of 100 existing offices (wholesale financing [floor planning]) in Idaho Falls, Boise (2), Nampa and Payette in Idaho; Leavenworth and Junction City in Kansas; Flint, Michigan; Albuquerque, Alamogordo, Carlsbad,

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

Clovis, Farmington, Hobbs and Lovington, New Mexico; Corning, Cortland, Glens Falls, Middletown, Newburgh, Seneca Falls and Syracuse in New York; Ashtabula, Findlay, North Canton, Alliance, Massillon, Kittering, Hamilton, Springfield, Reynoldsburg, Steenville, Lorain, Zanesville, Hilliard, Grove City, Fairview Park, Maple Heights, Painesville, Parma, Parma Heights, Akron, Akron-Chapel Hill, Akron-W. Market, Maumee, Toledo-West, Northwood, Batama, Cincinnati (5), Loveland, Milford; Columbus, Columbus-Arlington, Columbus-Graceland, Columbus-Revolving and Columbus-Great Western in Ohio; Bartlesville, Oklahoma; Salem Candolaria, Salem, Salem-Keizer, Portland (6), Eugene, Milwaukie, Baker, Redmond, Hillsboro, Gresham, Albany and Bend in Oregon; Lancaster,, Baden and Lower Burrell in Pennsylvania; Huron, Rapid City and Sioux Falls in South Dakota; Amarillo, Berger, Corpus Christi, Houston, Kingsville, Midland and San Antonio (2) in Texas; Seattle-Lake City, Seattle-Westlake, Seattle, Auburn, Bellingham, Kirkland, Tacoma, Vancouver and East Wenatchee in Washington, through their subsidiary, Barclays-American Corporation (10/9/82) 3/

New York

The Chase Manhattan Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (making or acquiring, for its own account or for the account of others, loans and other extensions of credit secured by real estate including, but not limited to, first and second mortgage loans secured by mortgages on one-to-four family residential properties; servicing loans and other extensions of credit for any person, selling mortgage loans in the secondary market and offering mortgage term life insurance, accident and health insurance and disability insurance directly related to such lending and servicing activities) at 1801 Lee Road, Winter Park, Florida, through its subsidiary, Chase Home Mortgage Corporation of the Southeast (10/15/82) 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 Chemical New York Corporation, New York, New York, requests permission to relocate an existing office engaging in the following activities (operating as an industrial bank in the manner authorized by the laws of the State of Colorado, including receiving time savings deposits; making direct loans and purchasing sales finance contracts and such other extensions of credit as would be made or acquired by an industrial bank and making available to its debtors, credit related insurance) from 2202 East Bijou Street to 4905 North Union Boulevard, Colorado Springs, Colorado, through its subsidiary, SunAmerica Corporation (10/13/82) 3/
- Philadelphia Northern National Corporation, Moorestown, New Jersey, notification of intent to engage in de novo activities (providing management consulting services to non-affiliated banks and non-bank depository institutions) at 103 Spinger Building, 3411 Silverside Road, Wilmington, Delaware; The Dorchester, Suite 101, 226 West Rittenhouse Square, Philadelphia, Pennsylvania and 312 West Route 38 Eastgate Drive, Moorestown, New Jersey, serving the states of Delaware, Pennsylvania and New Jersey, through a subsidiary, Northern National Financial Corporation (10/12/82) 3/
- Richmond Maryland National Corporation, Baltimore, Maryland, notification of intent to engage in de novo activities (engaging generally in commercial lending operations including, but not limited to, financing of accounts receivable, inventories, and other types of secured and unsecured loans to commercial enterprises; servicing commercial loans for affiliated or nonaffiliated individuals, partnerships, corporations or other entities; and acting as advisor or broker in commercial lending transactions) at 250 North Sunnyslope Road, Suite 345, Brookfield, Wisconsin, through its subsidiary, Maryland National Industrial Finance Corporation (10/13/82) 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

- Atlanta First Jefferson Corporation, Biloxi, Mississippi, notification of intent to engage in de novo activities (making of loans to persons, partnerships, corporations, and other legal entities and to engage indirectly in making or acquiring loans and other extensions of credit as would be made by a mortgage company) at 500 West Howard Avenue, Biloxi, Mississippi, through its subsidiaries, First Jefferson Financial Services, Inc. and First Jefferson Mortgage Company (10/13/82) 3/
- Chicago Heritage Wisconsin Corporation, Wauwatosa, Wisconsin, notification of intent to engage in de novo activities (to engage in the sale of crop hail insurance in connection with agricultural loans) at 2323 North Mayfair Road, Milwaukee, Wisconsin; Heritage Bank Beloit, 500 East Grand Avenue, Beloit, Wisconsin, and Heritage Bank of West Bend, 868 South Main Street, West Bend, Wisconsin, serving the Beloit and West Bend communities and surrounding rural areas, through its subsidiary, Heritage Insurance Agency, Inc. (10/15/82) 3/
- San Francisco Canadian Imperial Bank of Commerce, Toronto, Canada and Canadian Imperial Holdings, Inc., Wilmington, Delaware, notification of intent to relocate the headquarters of their indirect subsidiary and to engage in the following activities (to engage in the leasing of real and personal property, the proposed leasing activities will consist primarily of large-scale, commercial leases) from Chicago, Illinois to New York, New York, serving the States of New York, California, Illinois, Georgia and Pennsylvania, through an indirect subsidiary, Canadian Imperial Leasing, Inc. (10/15/82) 3/
- San Francisco Lloyds Bank International Limited (LBI) London, England and Lloyds Bank Plc., London, England, notification of intent to engage in de novo activities (in the activity of rendering financial advisory services to companies including advice as to the optimum types of debt or lease financing for a customer and assistance in the obtaining and servicing of such financing from appropriate sources) at 88 Pine Street, New York, New York from which employees of the subsidiary would service the United States, Canada and Central and South America, through a de novo subsidiary of LBI (10/15/82) 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

San
Francisco

Wells Fargo & Company, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring loans and other extensions of credit, including consumer installment loans originated by others, and commercial loans secured by a borrower's or a guarantor's assets; servicing loans for the account of others making full pay-out leases of personal property in accordance with the Board's Regulation Y; and acting as agent for credit life or accident and health insurance related to its extensions of credit) at 12201 Merit Drive, Suite 820, Dallas, Texas, serving Texas, Arkansas, Louisiana, New Mexico, and Oklahoma, through its subsidiary, Wells Fargo Credit Corporation (10/15/82) 3/

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

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

New York First State Bank, Canisteo, New York. To establish a branch office at the Southeast corner of the intersection of NYS Route 36 and East Avenue Extension in the Town of Hornellsville, Steuben County, New York. 2/

Richmond Union Trust Company of Maryland, Baltimore, Maryland. To establish a branch at 721-723 Hammonds Ferry Road, Linthicum Heights, Anne Arundel County, Maryland. 2/

Richmond Union Trust Company of Maryland, Baltimore, Maryland. To establish a customer-bank communication terminal at 941 Ritchie Highway, Severna Park, Anne Arundel County, Maryland. 2/

Atlanta First Independence Bank, Fort Myers, Florida. To establish a branch located at 2301 Estero Boulevard, Fort Myers Beach, Florida. 2/

Chicago The De Kalb Bank, De Kalb, Illinois. To establish an offsite electronic facility at 1320 Sycamore Road, De Kalb, Illinois. 2/

Chicago Hawkeye-Capital Bank & Trust, Des Moines, Iowa. To establish an offsite electronic facility at Des Moines General Hospital, 603 East 12th, Des Moines, Iowa. 2/

San Francisco The Prineville Bank, Prineville, Oregon. Application for a branch office in the vicinity of the intersection of Christmas Valley Road and Christmas Tree Lane, City of Christmas Valley, Lake County, Oregon. 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 - Continued

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

Minneapolis Northwestern National Bank of Minneapolis,
Minneapolis, Minnesota, requests permission to
convert the Miami branch of Applicant's sub-
sidiary, Northwest International Bank, to a
separate Edge Act Corporation.

* * * * *

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

New York U.S.B. Holding Co., Inc., Nanuet, New York, for
approval to acquire 100 percent of the voting
shares of Union State Bank, Nanuet, New York. 2/

New York The Wilber Corporation, Oneonta, New York, for
approval to acquire 100 percent of the voting
shares of Wilber National Bank, Oneonta, New
York. 2/

Cleveland F & M Bancorp, Miamisburg, Ohio, for approval to
acquire 100 percent of the voting shares of
The Farmers and Merchants Bank, Miamisburg,
Ohio. 2/

Cleveland Peoples Bank Corporation of Berea, Berea, Kentucky,
for approval to acquire 100 percent of the voting
shares of Peoples Bank and Trust Company, Berea,
Kentucky. 2/

Atlanta Citco Bancshares, Inc., Elizabethton, Tennessee, for
approval to acquire 100 percent of the voting shares
of Citizens Bank, Elizabethton, Tennessee. 2/

Atlanta Clay County Bancshares, Inc., Celina, Tennessee, for
approval to acquire at least 80 percent of the
voting shares of Clay County Bank, Celina, Tennessee. 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 Columbia Bancing Company, Columbia, Alabama, for approval to acquire at least 80 percent of the voting shares of Bank of Columbia, Columbia, Alabama. 2/
- Atlanta Bank of Gonzales Holding Company, Inc., Gonzales, Louisiana, for approval to acquire at least 80 percent of the voting shares of Bank of Gonzales, Gonzales, Louisiana. 2/
- Chicago BANKCAP, INC., Poland, Indiana, for approval to acquire at least 81.52 percent of the voting shares of Peoples State Bank of Clay County, Poland, Indiana. 2/
- Chicago First Lena Corporation, Lena, Illinois, for approval to acquire at least 80 percent of the voting shares of Citizens State Bank of Lena, Lena, Illinois. 2/
- Chicago Kane County Bancshares, Inc., Elburn, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Kane County Bank and Trust Co., Elburn, Illinois. 2/
- Chicago LeClaire Agency, Inc., LeClaire, Iowa, for approval to acquire at least 80 percent of the voting shares of LeClaire State Bank, LeClaire, Iowa. 2/
- Chicago Princeton Agency, Inc., Princeton, Iowa, for approval to acquire at least 80 percent of the voting shares of Farmers Savings Bank, Princeton, Iowa. 2/
- St. Louis Hillsboro Bancshares, Inc., Hillsboro, Missouri, for approval to acquire 100 percent of the voting shares of Bank of Hillsboro, Hillsboro, Missouri. 2/
- St. Louis Wayne Bancshares, Inc., Monticello, Kentucky, for approval to acquire at least 80 percent of the voting shares of City and County Bank of Wayne County, Monticello, Kentucky (formerly Peoples State Bank). 2/
- Minneapolis Bay Area Banking Shares, Inc., Ashland, Wisconsin, for approval to acquire at least 80 percent of the voting shares of Northern State Bank, Ashland, Wisconsin. 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** Dairyland State Bancorporation, Inc., Bruce, Wisconsin, for approval to acquire at least 93.3 percent of the voting shares of Dairyland State Bank, Bruce, Wisconsin. 2/
- Minneapolis** Eau Claire Financial Services, Inc., Eau Claire, Wisconsin, for approval to acquire at least 88.3 percent of the voting shares of London Square Bank, Eau Claire, Wisconsin. 2/
- Minneapolis** Gary Holding Company, Gary, South Dakota, for approval to acquire at least 83 percent of the voting shares of Gary State Bank, Gary, South Dakota. 2/
- Minneapolis** Goodhue County Financial Corporation, Red Wing, Minnesota, for approval to acquire at least 80 percent of the voting shares of The Goodhue County National Bank of Red Wing, Red Wing, Minnesota. 2/
- Minneapolis** Hebron Banshares, Inc., Omaha, Nebraska, for approval to acquire at least 80 percent of the voting shares of Security Bank of Hebron, Hebron, North Dakota. 2/
- Minneapolis** The Merchants Holding Company, Winona, Minnesota, for approval to acquire 100 percent of the voting shares of The Merchants National Bank, Winona, Minnesota. 2/
- Kansas City** C & M Bancshares, Inc., Cameron, Missouri, for approval to acquire at least 78 percent of the voting shares of Memphis Bancshares, Inc., Memphis, Missouri and indirectly 90 percent of Farmers & Merchants Bank, Memphis, Missouri and 100 percent of the voting shares of Cameron Bancshares, Inc., Cameron, Missouri and indirectly 80 percent of Cameron State Bank, Cameron, Missouri. 2/
- Kansas City** Guarantee State Bancshares, Inc., Mangum, Oklahoma, for approval to acquire at least 80.0 percent of the voting shares of The Guarantee State Bank, Mangum, Oklahoma.

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

- Dallas Camino Real Bancshares, Inc., Carrizo Springs, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Dimmit County, Carrizo Springs, Texas. 2/
- Dallas First Jacksboro Bancshares, Inc., Jacksboro, Texas, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Jacksboro, Jacksboro, Texas. 2/
- Dallas Franklin Bancshares, Inc., Franklin, Texas, for approval to acquire 80 percent of the voting shares of The First National Bank of Franklin, Franklin, Texas. 2/
- Dallas G-6 Corporation, Mesquite, Texas, for approval to acquire at least 95.57 percent of the voting shares of First State Bank, Mesquite, Texas. 2/
- Dallas Gulf Southwest Bancorp, Inc., Houston, Texas, for approval to acquire at least 80 percent of the voting shares of League City National Bank, Houston, Texas and Alvin Community Bank, N.A., Alvin, Texas; and to merge with Westgrove Corporation, Houston, Texas and indirectly acquire at least 80 percent of Southern State Bank, South Houston, Texas and to merge with Gulf Southwest Bancshares, Inc., Houston, Texas and indirectly acquire at least 99.96 percent of Merchants Park Bank, Houston, Texas. 2/
- Dallas New Ulm Financial Corporation, New Ulm, Texas, for approval to acquire 100 percent of the voting shares of New Ulm State Bank, New Ulm, Texas. 2/
- Dallas Western Bancshares of El Paso, Inc., El Paso, Texas, for approval to acquire at least 80 percent of the voting shares of Western Bank, El Paso, Texas. 2/
- San Francisco Cal Rep Bancorp, Inc., Bakersfield, California, for approval to acquire 100 percent of the voting shares of California Republic Bank, Bakersfield, 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 - Continued

San Francisco Western Commercial, Fresno, California, for approval to acquire 100 percent of the voting shares of Fresno Bank of Commerce, Fresno, 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

Cleveland First National Cincinnati Corporation, Cincinnati, Ohio, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of Farmers and Traders National Bank of Hillsboro, Hillsboro, Ohio. 2/

Atlanta Mountain Financial Company, Maryville, Tennessee, for approval to acquire 100 percent of the voting shares of Jefferson County Bank, Dandridge, Tennessee. 2/

Atlanta Tennessee National Bancshares, Inc., Maryville, Tennessee, for approval to acquire 56.3 percent and up to 100.0 percent of the voting shares of First National Bank of Jefferson City, Jefferson City, Tennessee. 2/

Minneapolis Zappco Inc., St. Cloud, Minnesota, for approval to acquire at least 89.3 percent of the voting shares of First National Bank of Little Falls, Little Falls, Minnesota. 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

Atlanta Barnett Banks of Florida, Inc., Jacksonville, Florida, for approval to acquire by merger Great American Banks, Inc., North Miami, Florida and indirectly Great American Bank of Dade County, Homestead; Great American

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

Bank of North Miami Beach, North Miami; Great American Bank of Broward County, Fort Lauderdale; Great American Bank of Davie, Davie; Great American Bank of the Florida Keys, Tavernier; Great American Bank of Pinellas, Clearwater; Great American Bank of Gainesville, Gainesville; Great American Bank of Tampa, Tampa, Florida. 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 Citicorp, New York, New York, for approval to continue to retain 100 percent of the voting shares of Citicorp Banking Corporation, Wilmington, Delaware after CBC establishes branches in Bahrain, the Channel Islands and Hong Kong.
- New York Deutsche Bank AG, Frankfurt, West Germany, requests permission to continue to operate an office engaging in the following activities ((A) provide dealers of affiliates of Daimler-Benz AG in the United States and Canada with wholesale financing in the form of loans to finance dealers inventories secured by such inventories and (B) provide customers of affiliates of Daimler-Benz AG in the United States and Canada 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, of purchases of lease receivables and dealer rental receivables in respect of the equipment leased by the customer and of full payout leasing of products of such affiliates and such dealers; in connection therewith, the company makes available, solely as authorized agent, credit life, accident and physical damage insurance) at 4545 Fuller Drive, Suite 328, P.O. Box 5225, Irving, Texas, through its subsidiary, Freightliner Credit Corporation (10/14/82)

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

APPLICATIONS RECEIVED - Continued

- Cleveland BancOhio, Columbus, Ohio, for approval to acquire certain assets and assume certain liabilities of W. Lyman Case & Company, Columbus, Ohio.
- Atlanta Barnett Banks of Florida, Inc., Jacksonville, Florida, for approval to acquire 100 percent of the voting shares of American Bancshares Mortgage Company, Inc., North Miami; American Bancshares Insurance Agency, Inc., North Miami; American Properties Holding Company, Inc., North Miami; American Bancshares Services, Inc., Miami, Florida.
- Atlanta The Colonial Bancgroup, Inc., Montgomery, Alabama, notification of intent engage in de novo activities (making, for its own account, loans and other extensions of credit, such as would be made, for example, by a mortgage, finance, credit card, or factoring company) at 671 South Perry Street, Montgomery, Alabama, serving Montgomery County (10/6/82)
- Chicago LeClaire Agency, Inc., LeClaire, Iowa, for approval to continue to engage in the sale of general insurance in a community with a population of less than 5,000.
- Chicago Princeton Agency, Inc., Princeton, Iowa, for approval to continue to engage in the sale of general insurance.
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (servicing loans and other extensions of credit for other persons) at 4814 North MacArthur Boulevard, Oklahoma City, Oklahoma, serving the city of Oklahoma City, Oklahoma, through its subsidiary, Dial Finance Company of Oklahoma, Inc. (10/12/82)
- Dallas First City Financial Corporation, Albuquerque, New Mexico, notification of intent to engage in de novo activities (in all functions or activities that may be performed by a trust company, including activities of a fiduciary, agency, or custodian nature) at 2155 Louisiana Boulevard, NE, Albuquerque, New Mexico, serving Bernalillo County and the State of New Mexico, to the extent permitted by New Mexico Statutes, through its subsidiary, First City Trust Company (10/8/82)

APPLICATIONS RECEIVED - Continued

Agreements Filed Pursuant to Section 3 of the
Securities Exchange Act of 1934

St. Louis

The Mark Twain South County Bank, St. Louis, Missouri, has filed an agreement with the Federal Reserve Bank of St. Louis (which is authorized to accept such agreements on behalf of the Board of Governors under delegated authority) undertaking to comply with all provisions which relate to the use of credit to finance transactions in securities.

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REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.