

1350

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1982 No. 44)

Actions of the Board; Applications and Reports

Received During the Week Ending October 30, 1982

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Regulation O amendments dealing with loans by member banks to its executive officers, directors and principal shareholders. (Docket No. R-0423)

Regulation L, Interlocking Bank Relationships, the Board made public the text of amendments to its Regulation L relating to changes made by congress last year to the Depository Institution management Interlocks Act; the Board also made public the text of two proposals for additional changes in Regulation L.

Regulation C, Home Mortgage Disclosure, order approving continuation of exemption for Connecticut, Massachusetts, New Jersey, and New York. (Docket No. R-0406)

Regulation C, Home Mortgage Disclosure, order terminating California exemption. (Docket No. R-0434)

Delegation of Authority to the Board's General Counsel, to include authority to revoke acceptance of and return a notice filed pursuant to the change in Bank Control Act, or to extend the time during which action must be taken on such a notice where the General Counsel has determined, with the concurrence of the Board's Director of Banking Supervision and Regulation, that the notice is materially incomplete or contains material information that is substantially inaccurate. (Docket No. R-0426)

Response to the Congress regarding the GAO report on country risk examination system.

Hawkeye-Capital Bank & Trust, Des Moines, Iowa, to make an investment in bank premises.

ACTIONS OF THE BOARD - Continued

- Chicago Antioch Holding Company, Antioch, Illinois, extension of time to January 27, 1983, within which to acquire 100 percent of the voting shares of First National Bank of La Grange, La Grange, Illinois, currently a subsidiary of F.N.B.C. of La Grange, Inc., La Grange, Illinois. 1/
- Chicago Antioch Holding Company, Antioch, Illinois, extension of time to January 27, 1983, within which to acquire 100 percent of the voting shares of West Chicago State Bank, West Chicago, Illinois, currently a subsidiary of Wesco Investment Corporation, La Grange, Illinois. 1/
- Kansas City Citizens Commerce Corporation, Ardmore, Oklahoma, extension of time to December 9, 1982, within which to consummate the acquisition of Citizens National Bank of Ardmore, Ardmore, Oklahoma. 1/
- Chicago CRETE BANCORPORATION, INC., Crete, Illinois, extension of time to December 26, 1982, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of United Bank of Crete-Steger, Crete, Illinois. 1/
- Kansas City First Bancorp of Kansas, Wichita, Kansas, extension of time to February 17, 1983, within which to consummate the acquisition of First National Bank in Wichita, Wichita, Kansas. 1/
- Kansas City First Carrollton Bancshares, Inc., Carrollton, Missouri, extension of time to January 15, 1983, within which to consummate the acquisition of First National Bank of Carrollton, Carrollton, Missouri. 1/
- Dallas First City Bancorporation of Texas, Inc., Houston, Texas, extension of time to January 26, 1983, within which to consummate the acquisition of First City Bank - West Belt, N.A., Houston, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis Gateway Capital Corporation, Hernando, Mississippi, additional extension of time until December 16, 1982, within which to become a bank holding company through the acquisition of The Hernando Bank, Hernando, Mississippi, through a phantom bank merger. 1/
- Chicago Hoosier Bancshares, Inc., Bloomington, Indiana, extension of time to November 29, 1982, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of The Bloomington National Bank, Bloomington, Indiana. 1/
- Kansas City Midland Capital Co., Oklahoma City, Oklahoma, extension of time to February 2, 1983, within which to consummate the acquisition of Midland Leasing Co., Oklahoma City, Oklahoma. 1/
- Dallas National Bancshares Corporation of Texas, San Antonio, Texas, extension of time to February 18, 1983, within which to consummate the acquisition of National Bank of Commerce-Perrin Beitel, San Antonio, Texas. 1/
- Richmond Princeton Banc Holding Company, Princeton, West Virginia, extension of time within which to become a bank holding company through the acquisition of the successor by merger to Princeton Bank & Trust Company, Princeton, West Virginia. 1/
- Atlanta Progressive Capital Corporation, Amite, Louisiana, extension of time to December 21, 1982, within which to become a bank holding company through the acquisition of Central Progressive Bank of Amite, Amite, Louisiana. 1/
- Dallas Raymondville State Bancshares, Inc., Raymondville, Texas, extension of time to January 23, 1983, within which to consummate the acquisition of Raymondville State Bank, Raymondville, Texas. 1/
- Dallas Red Bird Bancshares, Inc., Dallas, Texas, extension of time to January 27, 1983, within which to consummate the acquisition of Red Bird Bank of Dallas, Dallas, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

- Richmond Southern BancShares (N.C.), Inc., Mount Olive, North Carolina, extension of time within which to become a bank holding company through the acquisition of the successor by merger to Southern Bank and Trust Company, Mount Olive, North Carolina. 1/
- Atlanta Tennessee National Bancshares, Inc., Maryville, Tennessee, extension of time until December 31, 1982, within which to acquire shares of Tennessee State Bank, Gatlinburg, Tennessee. 1/
- Atlanta Savannah Bank & Trust Company of Savannah, Savannah, Georgia, to invest in bank premises. 1/
- Dallas Alano Bank of Texas, Alano, Texas, proposal to merge with New Alano Bank of Texas, Alano, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta American Bank and Trust Company, Opelousas, Louisiana, proposed merger with ABT Bank and Trust Company, Opelousas, Louisiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Boston Bankeast, Manchester, New Hampshire, proposed merger with Bankeast, N.A., Claremont, New Hampshire, and Bankeast/Lakes Region, Meredith, New Hampshire; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Boston Bankeast Savings Bank and Trust, Rochester, New Hampshire, proposal to merge with Bankeast National Bank, Rochester, Bankeast Savings Bank, Portsmouth, and Bankeast Guaranty Savings Bank, Salem, New Hampshire; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Barnett Bank of South Florida, N.A., Miami, Florida, proposed merger with Great American Bank of Broward County, Fort Lauderdale; Great American Bank of Dade County, North Miami; Great American Bank of David, Hollywood; and Great American Bank of North Miami Beach, North Miami Beach, Florida; 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 Batesville Security Bank, Batesville, Mississippi, proposed merger with Security Interim Bank, Batesville, Mississippi; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Citizens Bank of Talladega, Talladega, Alabama, proposed merger with Tallabank, Talladega, Alabama; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Citizens National Bank, Pascagoula, Mississippi, proposed merger with Citizens Interim National Bank, Pascagoula, Mississippi; report to the Comptroller of the Currency on competitive factors. 1/
- Richmond First-Citizens Bank and Trust Company of South Carolina, Columbia, South Carolina, proposed merger with Main Street Bank, Columbia, South Carolina; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago First National Bank in New Castle, New Castle, Indiana, application for prior approval to merge with The Citizens National Bank of Knightstown, Knightstown, Indiana, under the charter of First National Bank in New Castle and title of Security National Bank; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago FMB Bank, National Association, Morton Grove, Illinois, application for prior approval to consolidate with First National Bank of Morton Grove, Morton Grove, Illinois, under the charter and with the title of First National Bank of Morton Grove; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Merchants and Farmers Bank, Kosciusko, Mississippi, proposal to merge with Oxford Bank and Trust Company, Oxford, Mississippi; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Morgan City Bank & Trust Company, Morgan City, Louisiana, proposed merger with MC Bank & Trust Company, Morgan City, Louisiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- Boston New Union Bank, Morrisville, Vermont, proposal to merge with The Union Bank, Morrisville, Vermont; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Raleigh County National Bank, Beckley, West Virginia, proposed merger with National Bankers Trust, Bradley, West Virginia; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis South Side National Bank in St. Louis, St. Louis, Missouri, proposed merger with Grand and Garvois National Bank, St. Louis, Missouri; report to the Comptroller of the Currency on competitive factors. 1/
- Philadelphia Walnutport State Bank, Walnutport, Pennsylvania, proposal to merge with First Lehigh Bank, Walnutport, Pennsylvania, under the charter and with the title of First Lehigh Bank; 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 Central Trust Company, Rochester, New York. To establish a branch at Site B-24, Marketplace Mall, 3400 W. Henrietta Road, Rochester, New York. 1/
- Cleveland Ohio Citizens Bank, Toledo, Ohio. To establish a drive-in and automated teller machine unit at 4210 Sylvania Avenue, Toledo, Ohio. 1/
- Chicago M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin. To establish a branch in The Grand Avenue Mall, Milwaukee, Wisconsin. 1/
- St. Louis United Kentucky Bank, Inc., Louisville, Kentucky. To establish a branch to be located in the Medical Arts Company at 1169 Eastern Parkway, Louisville, Jefferson County, Kentucky. 1/
- St. Louis Tower Grove Bank and Trust Company, St. Louis, Missouri. To establish a facility (branch) at 4327 Chippewa Street, St. Louis, St. Louis County, Missouri. 1/

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

Not Disapproved

- St. Louis Security Bancshares, Inc., Albany, Missouri. 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 Manufacturers Hanover Bank (Delaware), Wilmington, Delaware. 1/

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

ACTIONS OF THE BOARD - Continued

San Francisco Newport State Bank, Newport, Oregon. 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

Approved

San Francisco First Interstate Bancorp, Los Angeles, California: grants consent to purchase and hold, directly or indirectly, all of the shares of First Interstate Limited, Grand Cayman, Cayman Islands.

San Francisco The Ka Wah Bank Limited, Hong Kong: entered into an agreement with the Federal Reserve System that its proposed limited federal branch in New York, New York, would receive only such deposits as would be permissible under Section 5(a) of the International Banking Act. (10/26/82) 1/

Sixty-Day Notification Period Allowed to Expire

Philadelphia Chase Manhattan Overseas Banking Corporation, Newark, Delaware: no objection to acquire a 65 percent interest in a de novo leasing company, P.T. Chase Leasing Indonesia, Jakarta, Indonesia.

Sixty Day Notification Period Waived

San Francisco Boston Overseas Financial Corporation, Boston, Massachusetts: no objection to make an additional investment in Boston Financial Limited, Melbourne, Victoria, Australia.

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	Bank of Delaware Corporation, Wilmington, Delaware, for approval to acquire 100 percent of the voting shares of Bank of Delaware, Wilmington, Delaware. <u>1/</u>
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. <u>1/</u>
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. <u>1/</u>
Chicago	Addison Bancshares, Inc., Addison, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to First Security Bank, Addison, Illinois. <u>1/</u>
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. <u>1/</u>
Chicago	Community Bancshares of Canton, Inc., Canton, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to Community Bank & Trust Company, Canton, Illinois. <u>1/</u>
Chicago	Forrest Bancshares, Inc., Forrest, Illinois, for approval to acquire 80 percent of the voting shares of First State Bank of Forrest, Forrest, Illinois. <u>1/</u>
Chicago	Malta Bancshares, Inc., Malta, Illinois, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Malta, Malta, Illinois. <u>1/</u>
Chicago	Robuck, Inc., South Sioux City, Nebraska, for approval to acquire 94.9 percent or more of the voting shares of The State Savings Bank, Hornick, Iowa.

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

ACTIONS OF THE BOARD - Continued

- St. Louis Drew Bancshares, Inc., Monticello, Arkansas, for approval to acquire at least 80 percent of the voting shares of Commercial Bank and Trust Company, Monticello, Arkansas. 1/
- St. Louis Freeburg Bancorp, Inc., Freeburg, Illinois, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Freeburg, Freeburg, Illinois. 1/
- St. Louis Missouri Delta Bancshares, Inc., Hayti, Missouri, for approval to acquire at least 95 percent of the voting shares of Missouri Delta Bank, Hayti, Missouri. 1/
- Minneapolis Eitzen Independents, Inc., Eitzen, Minnesota, for approval to acquire 84.4 percent of the voting shares of Eitzen State Bank, Eitzen, Minnesota. 1/
- Kansas City Associated Bank Shares Corporation, Colorado Springs, Colorado, for approval to acquire 25 percent of the voting shares of Citizens National Bank, Colorado Springs, Colorado. 1/
- Kansas City Community Corporation, Enid, Oklahoma, for approval to acquire at least 99.5 percent of the voting shares of Community Bank & Trust Company, Enid, Oklahoma. 1/
- Kansas City Green Mountain Bancorporation, Inc., Englewood, Colorado, for approval to acquire 100 percent of the voting shares of Green Mountain Bank, Lakewood, Colorado. 1/
- Kansas City Midland BanCor, Inc., Lee's Summit, Missouri, for approval to acquire 80 percent of the voting shares of Midland Bank, Lee's Summit, Missouri. 1/
- 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. 1/
- Dallas Sudan Bancshares, Inc., Lubbock, Texas, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Sudan, Sudan, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas United Bancorp., Inc., Victoria, Texas, for approval to acquire at least 80 percent of the voting shares of Unitedbank-Victoria, Victoria, Texas. 1/
- San Francisco Harbor Bancorp, Long Beach, California, for approval to acquire 100 percent of the voting shares of Harbor Bank, Long Beach, California 1/
- San Francisco National Bancorp of Alaska, Inc., Anchorage, Alaska, for approval to acquire 100 percent of the voting shares of the successor by merger to National Bank of Alaska, Anchorage, Alaska. 1/
- 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. 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
- Chicago The Marion National Corporation, Marion, Indiana, for approval to retain an additional 0.85 percent of the voting shares of American Bank & Trust Company, Marion, Indiana. 1/
- 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. 1/
- 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 Drovers State Bank, Vienna, Illinois. 1/
- 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 Bank of West Frankfort, West Frankfort, Illinois. 1/

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

ACTIONS OF THE BOARD - Continued

- Kansas City** Alpine Bancorp, Inc., Glenwood Springs, Colorado, for approval to acquire 100 percent of the voting shares of Alpine Bank, Glenwood Springs, Colorado, 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; and 9.6 percent of Colorado River Bancorp, Clifton, and indirectly Bank of Clifton, Clifton, all in Colorado. 1/
- Kansas City** Citizens Ban-Corporation, Rock Port, Missouri, for approval to acquire at least 80 percent of the voting shares of The Kingston Bank, Kingston, Missouri and The Farmers Bank of Sheridan, Sheridan, Missouri. 1/
- Dallas** Southwest Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Plaza National Bank, Harlingen, Texas. 1/
- 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. 1/

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

- Kansas City** Valley Falls Insurance, Inc., Valley Falls, Kansas, notification of intent to engage in de novo activities (engaging in consumer finance activities, including the extension of direct loans to consumers in accordance with the Board's Regulation Y) at 406 Broadway, Valley Falls, Kansas, serving the community of Valley Falls, Kansas (10/27/82) 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 - ContinuedApproved

Kansas City Eaton Capital Corporation, Loup City, Nebraska, for approval to acquire 100 percent of the voting shares of Colorado Industrial Bank, Eaton, Colorado and indirectly engage in credit-related insurance through the bank. 1/

Delayed

San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (property insurance) at 241 West Broad Street, Quakertown, Pennsylvania, serving the entire State of Pennsylvania, through its indirect subsidiary, FinanceAmerica Consumer Discount Company (a Pennsylvania corporation) (10/28/82) 3/

Permitted

Boston First National Boston Corporation, Boston, Massachusetts, notification of intent to engage in de novo activities (providing bookkeeping and data processing services for the internal operation of a single named financial institution; and storing and processing banking, financial or related data including demand deposit, savings, direct and indirect installment loans, commercial loans, mortgages, general ledger and central information accounting for such financial institution and indirectly for institutions which may enter into a data processing agreement with such institution) at 286 Main Street, Pawtucket, Rhode Island, serving the State of Rhode Island, through its subsidiary, FBC, Inc. (10/24/82) 3/

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

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

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 (10/30/82) 3/

New York

Barclays Bank PLC and Barclays Bank International Limited, both of London, England, request permission to relocate three existing offices engaging in the following activities ((1) making direct consumer loans, including loans secured by real estate, and purchasing sales finance contracts representing extensions of credit such as would be made or acquired by a consumer finance company, and 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 BarclaysAmericanCorporation's insurance underwriting subsidiaries) from 321 South Hall Street, Alcoa, Tennessee to 2590 Airport Highway, Alcoa, Tennessee, through their subsidiary, BarclaysAmericanFinancial, Inc. (a North Carolina corporation); from 39 South 8th Street, Fayette, Idaho, to 1159 S.W. 4th Avenue, Ontario, Oregon, through its subsidiary, BarclaysAmericanFinancial, Inc. (a North Carolina corporation); from 208 North Trenton Street, Ruston, Louisiana, to 1515 Stubbs Avenue, Monroe, Louisiana, through its subsidiaries, BarclaysAmericanFinancial, Inc. (a North Carolina corporation) and BarclaysAmerican/Financial, Inc. (a Texas corporation) (10/23/82) 3/

New York

The Chase Manhattan Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (performing the activities that may be conducted by a trust company including activities of a fiduciary, in vestment advisory, agency or custodian nature in the manner authorized by Federal or state law) at

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

ACTIONS OF THE BOARD - Continued

- Arvida Financial Plaza, 5550 Glades Road, Boca Raton, Palm Beach, Florida, serving the entire State of Florida with a primary service area of Palm Beach and Brevard counties, through its subsidiary, The Chase Manhattan Trust Company of Florida, National Association (10/24/82) 3/
- 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 (10/29/82) 3/
- Richmond Dominion Bankshares Corporation, Roanoke, Virginia, notification of intent to engage in de novo activities (performing or carrying on any one or more of the functions or activities that may be performed or carried on by a trust company) at 213 South Jefferson Street, Roanoke; 186 North Loudoun Street, Winchester; 830 East Street, Richmond; and RNB Center, Harrisonburg, Virginia, serving the following Virginia areas: Roanoke SMSA, Richmond SMSA; the cities of Covington, Lexington, Buena Vista, Galax, Bedford, Harrisonburg, and Winchester; the counties of Allegany, Rockbridge, Bedford, Giles, Wythe, Carroll, Grayson, Tazewell, Smyth, Russell, Wise, Rockingham, August, and Frederick, through a subsidiary, Dominion Trust Company (10/24/82) 3/
- 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 K Mart Plaza, Fargo, North Dakota, to LaBelle's Plaza Shopping Center, Store #5, 3220 13th Avenue South, Fargo, North Dakota, through its subsidiary, Dial Finance Company of North Dakota (10/29/82) 3/

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

ACTIONS OF THE BOARD - 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 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. (10/29/82) 3/
- 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 (10/29/82) 3/
- 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 (10/29/82) 3/
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (consumer and commercial finance, and the sale of credit-related insurance) this notification is for (i) the relocation of an existing office at 6026 Maple Street, Omaha, Nebraska to Maple 108 Shopping Center, Suite C, Unit 3, 108th and Maple, Omaha, Nebraska and (ii) the relocation of an existing office at 120 West Third Street, Grand Island, Nebraska to Ile de Grand Shopping Center, 2339 North Webb Road, Grand Island, Nebraska, through its subsidiary, Dial Finance Company of Nebraska (10/29/82) 3/

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

ACTIONS OF THE BOARD - 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 123 Federal Plaza West Youngstown, Ohio to 7510 Market Street, Youngstown, Ohio, through its subsidiaries, Dial Finance Company of Ohio, First Dial, Inc. and Dial Finance Company of Ohio No. 1, Inc. (10/29/82) 3/
- 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 10617 France Avenue South, Bloomington, Minnesota, which office, upon relocation, will serve substantially the same geographical area as the existing office to The Burnhill Plaza, Store #13, 1250 West County Road, Burnsville, Minnesota, through its subsidiaries, Dial Finance Company of Minnesota, Dial Industrial Finance Company of Minnesota and Dial Finance Company of Minnesota No.1 (10/29/82) 3/
- 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 Route 23 South, Franklin, New Jersey, which office, upon relocation, will serve the town of Sussex, New Jersey, the surrounding rural area and nearby towns to the Sussex Station, Suite 104, Sussex, New Jersey, through its subsidiary, Dial Finance Company of New Jersey Inc. (10/29/82) 3/
- 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 7131 South Western Avenue, Westernview Shopping Center, Oklahoma City, Oklahoma, to 8514 South Pennsylvania Avenue, Oklahoma City, Oklahoma, through its subsidiary, Dial Finance Company of Oklahoma, Inc. (10/29/82) 3/

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

ACTIONS OF THE BOARD - 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 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 (10/29/82) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activity of underwriter, initially as reinsurer, to the extent permitted by relevant State law, for credit-related life insurance and credit-related accident and health insurance which is directly related to extensions of credit by BankAmerica Corporation and its nonbank subsidiaries) at 433 California Street, San Francisco, California, serving the States of Alabama, California, Louisiana, Mississippi, and South Carolina, through its indirect subsidiary, BA Insurance Company, Inc. (a California corporation) (10/28/82) 3/
- 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) (10/30/82) 3/
- San Francisco U. S. Bancorp, Portland, Oregon, notification of intent to engage in de novo activities (making, acquiring, and servicing of loans and other extensions of credit either secured or unsecured for its own account or for the account of others, including the making of consumer installment loans, purchasing consumer installment and real estate sales finance contracts and evidences of debt and making consumer home equity loans secured by real estate, making industrial loans, and acting as insurance agent with regard to credit life and disability insurance, solely in connection with extensions of credit by Bancorp Financial) at 3315 North Academy Blvd., Colorado Springs, Colorado, the geographic area to

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 served by the proposed office will be the entire city of Colorado Springs, Colorado, through its subsidiary, U. S. Bancorp Financial, Inc d/b/a/ U. S. Bancorp Financial Services, Inc. (10/24/82) 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** The Bank of New York, New York, New York. Per-
mission to establish 10 offsite electronic
facility offices in Broome and Otsego Counties,
New York. 2/
- Chicago** Wyandotte Savings Bank, Wyandotte, Michigan. To
establish a branch at 2333 Riddle Avenue,
Wyandotte, Michigan. 2/
- Atlanta** Flagship Bank of Tampa, Tampa, Florida. To establish
a branch at the northwest Corner of Memorial High-
way and Carlyle Road, Tampa, Florida. 2/
- San
Francisco** First Interstate Bank of California, Los Angeles,
California. A branch office in the vicinity of
the intersection of Rancho Santa Fe Road and
San Marcos Boulevard, City of San Marcos, San
Diego County, California. 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** Hill Samuel Group PLC, London, England: requests
consent to establish an Edge Act corporation in
New York, New York to be named Hill Samuel
International Banking Corporation.
- San
Francisco** Bank of America NT&SA, San Francisco, California:
prior notification of its intent to increase its
investment in Norco Financial Services Limited,
Toronto, Canada.
- San
Francisco** Bank of America NT&SA, San Francisco, California:
prior notification of its intent to increase its
investment in Finance America Realty Limited,
Toronto, Canada.

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 BankAmerica International, San Francisco, California: request for approval to amend Article Eight of its Articles of Association, deleting the requirement that all of its directors be citizens of the United States.
- San Francisco First Hawaiian, Inc., Honolulu, Hawaii: prior notification of its intent to make an additional investment in the common stock of Japan Hawaii Finance K.K., 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

- Cleveland Citizens Bancshares, Inc., Salineville, Ohio, for approval to acquire 100 percent of the voting shares of The Citizens Banking Company, Salineville, Ohio. 2/
- Cleveland Farmers National Banc Corp., Canfield, Ohio, for approval to acquire 100 percent of the voting shares of The Farmers National Bank of Canfield, Canfield, Ohio. 2/
- Cleveland Peoples Liberty Bancorporation, Covington, Kentucky, for approval to acquire 100 percent (less directors' qualifying shares) of the voting shares of Peoples Liberty Bank & Trust Company, Covington, Kentucky. 2/
- Cleveland United Midwest Bancshares, Inc., Cincinnati, Ohio, for approval to acquire 100 percent of the voting shares of Southern Ohio Bank, Cincinnati, Ohio. 2/
- Richmond First Citizens Bancorporation of South Carolina, Inc., Columbia, South Carolina, for approval to acquire 100 percent of the voting shares of First-Citizens Bank and Trust Company, Columbia, South Carolina. 2/
- Richmond Mid-South Bancshares, Inc., Sanford, North Carolina, for approval to acquire 100 percent of the voting shares of Mid-South Bank and Trust Company, Sanford, North Carolina. 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 ALABANC, Inc., Wadley, Alabama, for approval to acquire at least 80 percent of the voting shares of First Bank, Wadley, Alabama. 2/
- Chicago Monroe Bancshares, Ltd., Monroe, Iowa, for approval to acquire at least 80 percent of the voting shares of Monroe State Bank, Monroe, Iowa. 2/
- Chicago Stonington Banc Shares, Inc., Stonington, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Stonington Community Bank, Stonington, Illinois. 2/
- St. Louis Bancshares of Camden, Inc., Camden, Tennessee, for approval to acquire at least 80 percent of the voting shares of Bank of Camden, Camden, Tennessee. 2/
- St. Louis Goreville Bancorporation, Inc., Goreville, Illinois, for approval to acquire at least 80 percent of the voting shares of Goreville State Bank, Goreville, Illinois. 2/
- St. Louis Heber Springs Bancshares, Inc., Heber Springs, Arkansas, for approval to acquire at least 86.9 percent of the voting shares of Heber Springs State Bank, Heber Springs, Arkansas. 2/
- St. Louis Lebanon Bancshares, Inc., Lebanon, Kentucky, for approval to acquire 81.2 percent of the voting shares of The Farmers National Bank of Lebanon, Lebanon, Kentucky. 2/
- St. Louis SVB&T Corporation, French Lick, Indiana, for approval to acquire 100 percent (less directors' qualifying shares) of the voting shares of Springs Valley Bank & Trust Company, French Lick, Indiana. 2/
- St. Louis Walnut Ridge Bankstock Corporation, Walnut Ridge, Arkansas, for approval to acquire at least 80 percent of the voting shares of Citizens National Bank of Walnut Ridge, Walnut Ridge, Arkansas. 2/
- Minneapolis New Germany Bancshares, Inc., New Germany, Minnesota, for approval to acquire at least 86.8 percent of the voting shares of First State Bank of New Germany, New Germany, Minnesota. 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

Kansas City Alexandria State Company, Aurora, Nebraska, for approval to acquire 100 percent of the voting shares of State Bank of Alexandria, Alexandria, Nebraska. 2/

San Francisco Bank Hapoalim, B.M., Tel Aviv, Israel, for approval to acquire 100 percent of the voting shares of Hapoalim California Bank, Los Angeles, California, a proposed new bank. 2/

San Francisco California City Bancorp, Orange, California, for approval to acquire 100 percent of the voting shares of the California City Bank, N.A., Orange, California, a proposed new bank. 2/

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

Richmond The Maybaco Company, Baltimore, Maryland, for approval to acquire, through its subsidiary, Equitable Bancorporation, Baltimore, Maryland, indirectly all of the outstanding shares of Equitable Bank of Delaware, N.A., Dover, Delaware, a proposed new bank. 2/

Atlanta SouthTrust Corporation, Birmingham, Alabama, for approval to acquire at least 80 percent of the voting shares of The Midland State Bank, Midland City, Alabama. 2/

Dallas First City Bancorporation of Texas, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of First City Bank-Westheimer Plaza, N.A., Houston, Texas, a proposed new bank. 2/

Dallas Northshore Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Crosby, Crosby, Texas, a proposed new bank. 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

Dallas Southwest Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of The Marshall National Bank, Marshall, Texas. 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

Chicago Old Kent Financial Corporation, Grand Rapids, Michigan, for approval to merge with Pacesetter Financial Corporation, Grand Rapids, Michigan, and indirectly acquire Pacesetter Bank & Trust - Southwest, Niles; Pacesetter Bank & Trust - Grand Traverse, Traverse City; Pacesetter Bank & Trust, Owosso; Pacesetter Bank & Trust-West, Grand Haven; The Brighton State Bank, Brighton; Hillsdale State Savings Bank, Hillsdale; Pacesetter Bank-Southeast, Grand Blanc; Pacesetter National Bank, Cassopolis; Almont Savings Bank, Almont; and Pacesetter Bank-Lansing, N.A., Lansing, all in Michigan. 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 The Bank of New York Company, Inc., New York, New York, requests permission to establish two de novo offices engaging in the following activities (servicing loans and other extensions of credit for any person and making or acquiring, for its own account or for the account of others, loans and other extensions of credit [including issuing letters of credit and accepting drafts], such as would be made by a mortgage, finance, credit card, or factoring company) at 48 Wall Street, New York, New York and Texas Commerce Tower, 601 Milam Street, Houston, Texas, through its subsidiary, BNY Financial Corporation (10/29/82)

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

- New York Chemical New York Corporation, New York, New York, requests permission to expand a de novo office engaging in the following activities ((i) providing data processing and data transmission services, data bases and facilities for the internal operations of Chemical New York Corporation, including Chemical Bank and all other Chemical New York Corporation subsidiaries; (ii) providing to other data processing and transmission services, facilities, data bases or access to such services, facilities or data bases by any technologically feasible means for financial, banking or economic data; and (iii) providing to others excess capacity and time sharing on data processing or transmission equipment or facilities, the service area of the company will be the eastern United States) at 5 Belmont Drive, Somerset, New Jersey, through its subsidiary, Chemnetwork Processing Services, Inc. (10/25/82)
- New York The Hongkong and Shanghai Banking Corporation, Hong Kong, B.C.C., requests permission to establish two de novo offices engaging in the following activities (leasing and installment financing activities in accordance with Section 225.4(a)(6) of the Board's Regulation Y and to act as agent, broker or adviser for such activities) at 1133 Avenue of the Americas, 43rd and 6th Avenue, New York, New York and 6151 Century Boulevard, Los Angeles, California, through its subsidiary, U. S. Concord, Inc. (10/25/82)
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to expand the service area of an existing office engaging in the following activities (arranging, making, or acquiring for its own account or the account of others extensions of credit such as would be made by a finance company and the sale as agent or broker of credit life and credit accident and health insurance directly related to extensions of credit by Finance One of Colorado, Inc.; this office will serve the entire United States and Puerto Rico) at Majestic Building, Suite 303, 7200 East Hampden Avenue, Denver, Colorado, through its subsidiary, Finance One of Colorado, Inc. (10/28/82)

APPLICATIONS RECEIVED - Continued

- Cleveland Independence Bancorp, Independence, Ohio, notification of intent to engage in de novo activities (making leases of personal property [e.g., machine tool equipment, automotive equipment, computers and office equipment] in accordance with the Federal Reserve Board's Regulation Y) at 4401 Rockside Road, Independence, Ohio, through its subsidiary, Independence Equipment Leasing Company (10/27/82)
- Richmond Dominion Bankshares Corporation, Roanoke, Virginia, notification of intent to engage in de novo activities (mortgage banking activities of originating residential, commercial, industrial, and construction loans for its own account and for sale to others, and servicing such loans for others, and the sale of credit life, credit accident and health, credit disability, mortgage redemption and mortgage accident and health insurance in connection with such mortgage loans) at 3959 Electric Road, S.W., Roanoke, Virginia, through its subsidiary, Dominion Bank Shares Mortgage Corporation (10/28/82)
- Chicago Merchants National Corporation, Indianapolis, Indiana, notification of intent to engage in de novo activities (to engage in leasing activities including leasing of capital goods and equipment to industry, banks and others or act as agent, broker, or advisor in leasing such personal property) at 9600 Colerian Avenue, Cincinnati, Ohio, the geographic area to be served will be within a 50-mile radius of Cincinnati, through its indirectly-owned subsidiary, Circle Acceptance Leasing Corp. (10/19/82)
- St. Louis Heber Springs Bancshares, Inc., Heber Springs, Arkansas, for approval to engage in the placement of commercial mortgage loans to third party lenders and performing real estate appraisals.
- Kansas City Alexandria State Company, Aurora, Nebraska, for approval to engage in general insurance activities.
- Kansas City First City Bancorp. Inc., Oklahoma City, Oklahoma, notification of intent to engage in de novo activities ((i) engage de novo in making or acquiring loans and other extensions of credit, both secured and unsecured, including commercial loans secured by a borrower's inventory, accounts

APPLICATIONS RECEIVED - Continued

receivable or other assets, consumer loans, residential and commercial construction loans, and loans secured by second real estate mortgages; and (2) to retain direct ownership of 100 percent of the voting shares of First City Bancorp Insurance Agency, Inc., and thereby continue to engage indirectly in the sale of any insurance that is directly related to an extension of credit by Applicant) at 204 North Robinson, Oklahoma City, Oklahoma and Northwest 23rd Street at Council, Oklahoma City, Oklahoma, serving the State of Oklahoma (10/27/82)

Dallas

RepublicBank Corporation, Dallas, Texas, notification of intent to expand de novo activities (making and acquiring, for its own account or for the account of others, loans and other extensions of credit such as would be made by a mortgage company; and servicing loans and other extensions of credit for others) in Dallas, Texas and Lubbock, Texas, the proposed expanded service area for the conduct of these activities will be the State of Texas. through its subsidiary, Republic National Mortgage Corporation of Texas (10/25/82)

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand the 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 property insurance; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company,

APPLICATIONS RECEIVED - Continued

Inc., an affiliate of FinanceAmerica Consumer Discount Company) at Suite B410, Hazleton Office Campus, 29th and North Church Streets, Hazleton, Pennsylvania, serving the entire State of Pennsylvania, through its indirect subsidiary, FinanceAmerica Consumer Discount Company (a Pennsylvania corporation) (10/30/82)

San
Francisco

Bank Hapoalim, B.M., Tel Aviv, Israel, for approval to engage de novo in investment advising and leasing through its subsidiary, Ampal-American Israel Corporation, New York, New York.

San
Francisco

Valley Capital Corporation, Las Vegas, Nevada, notification of intent to engage in de novo activities (acting as an underwriter for credit life insurance and credit accident and health insurance which is directly related to the extensions of credit by the bank holding company system) in Phoenix, Arizona, through its subsidiary, Valley Capital Life Insurance Company (10/27/82)

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REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.