

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1982 No. 46)

Actions of the Board; Applications and Reports

Received During the Week Ending November 13, 1982

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Regulation K amendment, to change the procedures for establishing a U. S. branch of an Edge corporation and to shorten the notification period in Section 211.5(c)(2) of Regulation K from 60 days to 45 days; effective November 8, 1982 (Docket No. R-0436)

Delegation of authority to the Director of the Division of Banking Supervision and Regulation to suspend the notification period in Section 211.5(c)(2) of Regulation K (Docket No. R-0437)

Delegation of authority to the Secretary of the Board, to act on certain applications where authority is delegated to the Reserve Bank but a senior officer or director of an involved party is also a director of the Reserve Bank or branch (Docket No. R-0437)

Delegation of authority to the Federal Reserve Banks, the authority to approve formation of a foreign "shell" branch by a member bank, and authority to waive the 30 days' notice requirement to the Board before a foreign banking organization exercises its one time change of home State (Docket No. R-0437)

Amendment to the Rule Regarding Availability of Information to establish procedures regarding access by bank regulatory authorities to certain confidential reports submitted by foreign banking organizations; the Board also amended these rules to provide that such reports will not be released to the public; effective November 8, 1982 (Docket No. R-0435)

ACTIONS OF THE BOARD - Continued

- Atlanta AmSouth Bancorporation, Birmingham, Alabama, extension of time to February 16, 1983, within which to acquire shares of Citizens Bank of Talladega, Talladega, Alabama. 1/
- Atlanta Beach One Financial Services, Inc., Vero Beach, Florida, extension of time to February 12, 1983, within which to become a bank holding company through the acquisition of the Beach Bank of Vero Beach, Vero Beach, Florida. 1/
- Atlanta BOS Bancshares, Inc., Metairie, Louisiana, extension of time to February 5, 1983, within which to become a bank holding company through the acquisition of Bank of the South, Metairie, Louisiana. 1/
- Atlanta Brookhaven Financial Corporation, Brookhaven, Mississippi, extension of time to November 30, 1982, within which to become a bank holding company through the acquisition of Brookhaven Bank and Trust Company, Brookhaven, Mississippi. 1/
- Chicago COLUMBUS CORPORATION, Columbus, Indiana, extension of time to February 11, 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 Columbus Bank and Trust Company, Columbus, Indiana. 1/
- Chicago Farmers State Corporation of Mentone, Mentone, Indiana, extension of time to January 12, 1983, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of Farmers State Bank, Mentone, Indiana. 1/
- Atlanta FBT Bancshares, Inc., Slidell, Louisiana, extension of time to February 2, 1983, within which to become a bank holding company through the acquisition of Fidelity Bank and Trust Company, Slidell, Louisiana. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago First Alsip Bancorp, Inc., Alsip, Illinois, extension of time to December 8, 1982, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of First State Bank of Alsip, Alsip, Illinois. 1/
- Chicago First Bancshares of Huntington, Inc., Huntington, Indiana, extension of time to March 10, 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 The First National Bank in Huntington, Huntington, Indiana. 1/
- St. Louis First Missouri Banks, Inc., Manchester, Missouri, extension of time to February 7, 1983, within which to acquire First Missouri Bank, N.A., St. Louis County, Missouri, a proposed new bank. 1/
- Atlanta First Pikeville Bancshares, Inc., Pikeville, Tennessee, extension of time to February 13, 1983, within which to become a bank holding company through the acquisition of First National Bank of Pikeville, Pikeville, Tennessee. 1/
- Dallas Frontier Bancshares, Inc., Eagle Pass, Texas, extension of time to February 2, 1983, within which to acquire Frontier State Bank, Eagle Pass, Texas. 1/
- Atlanta Gulf South Bancshares, Inc., Gretna, Louisiana, extension of time to November 13, 1982, within which to become a bank holding company through the acquisition of Gulf South Bank & Trust Company, Gretna, Louisiana. 1/
- Atlanta Hardee Banking Corporation, Wauchula, Florida, extension of time to February 9, 1983, within which to become a bank holding company through the acquisition of First National Bank of Wauchula, Wauchula, Florida. 1/

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

ACTIONS OF THE BOARD - Continued

- San Francisco Lamorinda Financial Corporation, Lafayette, California, extension of time to February 10, 1983, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of Lamorinda National Bank, Lafayette, California. 1/
- Atlanta PAB Bankshares, Inc., Valdosta, Georgia, extension of time to January 6, 1983, within which to become a bank holding company through the acquisition of the Park Avenue Bank, Valdosta, Georgia. 1/
- Atlanta Pan American Banks, Inc., Miami, Florida, extension of time to February 19, 1983, within which to acquire shares of Peoples National Bank of Commerce, Miami, Florida, and Peoples Hialeah National Bank, Hialeah, Florida. 1/
- Chicago Princeton National Bancorp, Inc., Princeton, Illinois, extension of time to January 12, 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 Citizens First National Bank of Princeton, Princeton, Illinois. 1/
- St. Louis Southside Bancshares Corp., St. Louis, Missouri, extension of time to January 27, 1983, within which to become a bank holding company through the acquisition of the successor by merger with South Side National Bank in St. Louis, St. Louis, Missouri. 1/
- Dallas Tahoka First Bancorp, Inc., Tahoka, Texas, extension of time to January 13, 1983, within which to acquire Cedar Creek Bank, Seven Points, Texas. 1/
- San Francisco Bank of Coronado, Coronado, California, extension of time to March 10, 1983, within which to become a member of the Federal Reserve System. 1/
- San Francisco First Interstate Bank of California, Los Angeles, California, extension of time to November 9, 1983, within which to establish a branch office in the vicinity of the intersection of Highways 50 and 89, South Lake Tahoe, California. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis First Kentucky Trust Company, Louisville, Kentucky, an additional investment in bank premises. 1/
- Atlanta Marion County Banking Company, Hamilton, Alabama, an investment in bank premises. 1/
- Chicago Ripley County Bank, Osgood, Indiana, extension of time to May 13, 1983, within which to establish a branch at 211 West Perry Street, Versailles, Indiana. 1/
- Boston Banking Center, Waterbury, Connecticut, proposal to merge with Woodbury Savings Bank, Woodbury, Connecticut; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Barnett Bank of Gainesville, N.A., Gainesville, Florida, proposed merger with Great American Bank of Gainesville, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Barnett Bank of Tampa, N.A., Tampa, Florida, proposed merger with Great American Bank of Tampa, Tampa, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Citizens State Bank, Giddings, Texas, proposed merger with New Citizens State Bank, Giddings, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Community Bank & Trust Company, Canton, Illinois, application for prior approval to merge with CBT Bank, Canton, Illinois, under the charter of CBT Bank and title of Community Bank & Trust Company; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Humble National Bank, Humble, Texas, proposed merger with Humble State Bank, Humble, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago** Kane County Bank and Trust Co., Elburn, Illinois, proposal to merge with Bank of Elburn, Elburn, Illinois, under the charter of Bank of Elburn and title of Kane County Bank and Trust Co.; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond** Mid-South Bank and Trust Company, Sanford, North Carolina, proposed merger with New Mid-South Bank, Sanford, North Carolina, a proposed new bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Philadelphia** Midlantic National Bank/South, Haddonfield, New Jersey, proposal to merge with Midlantic National Bank/Atlantic, Atlantic City, New Jersey, under the charter and with the title of Midlantic National Bank/South; report to the Comptroller of the Currency on competitive factors. 1/
- Boston** Saver's Bank, Littleton, New Hampshire, a mutual savings bank, proposal to merge with the Dartmouth Savings Bank, Hanover, New Hampshire; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas** Texas Bank & Trust, Wichita Falls, Texas, proposed merger with New Texas Bank & Trust, Wichita Falls, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond** United Virginia Bank, Richmond, Virginia, proposed assumption of deposits and purchase of certain assets of the Courthouse Road Hull Street Branch of First Colonial Savings and Loan Association, Hopewell, Virginia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco** Woodburn State Interim Bank, Woodburn, Oregon, proposed merger with Woodburn State Bank, Woodburn, Oregon, under the charter and title of the latter; 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
- Philadelphia Girard Bank, Bala Cynwyd, Pennsylvania. To establish an offsite electronic facility at 43 South York Road, Hatboro, Pennsylvania. 1/
- Richmond Central Fidelity Bank, Northern Virginia, Bailey's Crossroads, Virginia. To establish a branch at 8117 Leesburg Pike, Vienna, Fairfax County, Virginia. 1/
- Atlanta Hanover Bank of Florida, Plantation, Florida. To establish a branch at 8211 West Broward Boulevard, Plantation, Florida. 1/
- 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. 1/
- Chicago The De Kalb Bank, De Kalb, Illinois. To establish an offsite electronic facility at 1320 Sycamore Road, De Kalb, Illinois. 1/
- Dallas Central Bank, Monroe, Louisiana. To establish and use an offsite electronic facility in Monroe, Louisiana. 1/

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

- Approved
- Richmond First Virginia Bank - Franklin County, Rocky Mount, Virginia, to merge with Farmers and Merchants Bank, Boones Mill, Virginia. 1/

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

ACTIONS OF THE BOARD - Continued

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

Not Disapproved
Kansas City Swanton Agency, Inc., Swanton, Nebraska.

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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

Chicago Continental International Finance Corporation,
Chicago, Illinois: grants permission to hold
25,000 shares of common stock of Decair Corp.
under 265.2(f)(27). (11/8/82) 1/

Chicago Detroit Bank and Trust International, Detroit,
Michigan: grants permission to amend its
Articles of Association in order to change
its name to Comerica Bank International
under 265.2(f)(18). (11/12/82) 1/

San Francisco U. S. Bancorp, Portland, Oregon: grants consent
to purchase and hold, directly or indirectly
all of the shares of U. S. Bancorp, N.V.,
Curacao, Netherlands Antilles.

Sixty-Day Notification Period Allowed to Expire

New York Citibank, N.A., New York, New York: no objection
to make, directly or indirectly, an additional
investment in its wholly owned commercial bank
subsidiary, Citibank (Luxembourg) S.A., Luxem-
bourg.

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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

- Withdrawn
- Minneapolis The Merchants Holding Company, Winona, Minnesota,
for approval to acquire 100 percent of the
voting shares of Merchants National Bank of
Winona, Winona, Minnesota. 1/
- Approved
- Atlanta Citizens First Bancshares, Inc., Ocala, Florida,
for approval to acquire at least 80 percent
of the voting shares of Citizens First Bank
of Ocala, Ocala, Florida. 1/
- Atlanta Guaranty Bancshares Holding Corporation, Morgan
City, Louisiana, for approval to acquire 100
percent of the voting shares of Guaranty Bank
& Trust Company of Morgan City, Morgan City,
Louisiana. 1/
- Atlanta Merchants & Farmers Bancshares, Inc., Leesville,
Louisiana, for approval to acquire at least 80
percent of the voting shares of Merchants &
Farmers Bank & Trust Company, Leesville,
Louisiana. 1/
- Atlanta Republic Bancshares, Inc., Winchester, Tennessee,
for approval to acquire at least 80 percent of
the voting shares of Franklin County Bank,
Winchester, Tennessee. 1/
- Chicago Fairmount Bancorp, Inc., Fairmount, Illinois,
for approval to acquire at least 87 percent
of the voting shares of The First National
Bank of Fairmount, Fairmount, Illinois. 1/
- Chicago FIRST CRAWFORDSVILLE FINANCIAL CORPORATION, Craw-
fordsville, Indiana, for approval to acquire
100 percent of the voting shares of the successor
by merger to The First National Bank and Trust
Company of Crawfordsville, Crawfordsville,
Indiana. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago Harbor Springs Financial Corporation, Harbor Springs, Michigan, for approval to acquire 100 percent of the voting shares of Harbor Springs State Bank, Harbor Springs, Michigan. 1/
- Chicago South Sangamon Banc Shares, Inc., Divernon, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to Community Bank of Divernon, Divernon, Illinois. 1/
- St. Louis Old National Bancorp., Evansville, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to Old National Bank in Evansville, Evansville, Indiana. 1/
- St. Louis Piggott Bankstock, Inc., Piggott, Arkansas, for approval to acquire at least 80 percent of the voting shares of Piggott State Bank, Piggott, Arkansas. 1/
- St. Louis TCBankshares, Quitman, Arkansas, for approval to acquire 100 percent of the voting shares of First National Bank of Cleburne County (formerly Bank of Quitman), Quitman, Arkansas. 1/
- Minneapolis Carver County Bancshares, Inc., Chaska, Minnesota, for approval to acquire at least 95 percent of the voting shares of Carver County State Bank, Chaska, Minnesota. 1/
- Kansas City Abanc Holding, Inc., El Dorado, Kansas, for approval to acquire at least 96.81 percent of the voting shares of Augusta Bank and Trust, Augusta, Kansas. 1/
- Kansas City Bunceton Bancshares, Inc., Blue Springs, Missouri, for approval to acquire at least 80 percent of the voting shares of Bunceton State Bank, Bunceton, Missouri.
- Kansas City First Edmond Bancshares, Inc., Edmond, Oklahoma, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Edmond, Edmond, Oklahoma. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas First New Mexico Financial Corporation, Deming, New Mexico, for approval to acquire at least 80 percent of the voting shares of Deming National Bank, Deming, New Mexico. 1/
- Dallas First Winters Holding Company, Winters, Texas, for approval to acquire at least 80 percent of the voting shares of The Winters State Bank, Winters, Texas. 1/
- San Francisco Delta National Bancorp, Manteca, California, for approval to acquire 100 percent of the voting shares of the successor by merger to Delta National Bank, Manteca, California. 1/
- San Francisco Independent Bancorp, Lynden, Washington, for approval to acquire 100 percent of the voting shares of Peoples State Bank, Lynden, Washington. 1/
- San Francisco Kings River Bancorp, Reedley, California, for approval to acquire 100 percent of the voting shares of Kings River State Bank, Reedley, California. 1/
- San Francisco Landmark Bancorp, La Habra, California, for approval to acquire 100 percent of the voting shares of Landmark Bank, La Habra, 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

- Atlanta Approved
C.S.B. Corporation, Marianna, Florida, for approval to acquire at least 80 percent of the voting shares of Gadsden State Bank, Chattahoochee, Florida. 1/

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

ACTIONS OF THE BOARD - Continued

Atlanta Florida National Banks of Florida, Inc., Jacksonville, Florida, for approval to acquire at least 80 percent of the voting shares of Kingsley Bank, Orange Park, Florida. 1/

Dallas Citizens State Financial Corporation, Corrigan, Texas, for approval to acquire 100 percent of the voting shares of RepublicBank Groveton, Groveton, Texas. 1/

Dallas Texas American Bancshares Inc., Fort Worth, Texas, for approval to acquire 100 percent of the voting shares of Citizens National Bank of Temple, Temple, Texas. 1/

Cleveland Denied
The Central Bancorporation, Inc., Cincinnati, Ohio, for approval to acquire 100 percent of the voting shares of The Union Commerce Bank, Cleveland, Ohio; The Southern Ohio Bank, Cincinnati, Ohio; First National Bank of Nelsonville, Ohio and Port Clinton National Bank, Port Clinton, Ohio.

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To Retain Bank Shares Acquired in a Fiduciary Capacity Pursuant to Section 3 of the Bank Holding Company Act of 1956

San Francisco Approved
First Interstate Bancorporation, Los Angeles, California, for approval for its subsidiary bank First Interstate Bank of California, Los Angeles, California to retain shares of Reynolds State Bank, Reynolds, Illinois. 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
- Dallas Commercial Bancshares, Inc., Wharton, Texas, for approval to acquire 100 percent of the voting shares of CB&T Bancshares, Inc., Cleveland, Texas, and indirectly Cleveland Bank & Trust, Cleveland, Texas and Park National Bank, Porter, Texas, a proposed new bank. 1/
- Denied
- Cleveland The Central Bancorporation, Inc., Cincinnati, Ohio, for approval to acquire 100 percent of the voting shares of The Union Commerce Corporation, Cleveland, Ohio.

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

- Approved
- New York Copenhagen Handelsbank, Copenhagen, Denmark; Den norske Creditbank, Oslo, Norway; Kansallis-Osake-Pankki, Helsinki, Finland and Svenska Handelsbanken, Stockholm, Sweden, for approval to acquire jointly and indirectly through their subsidiary, N/A Leasing, Inc., New York, New York, 100 percent of the voting shares of Commercial Funding Inc., New York, New York.
- Denied
- Cleveland The Central Bancorporation, Inc., Cincinnati, Ohio, for approval to acquire 100 percent of the voting shares of Union Commerce Corporation and Union Commerce Management Corporation, both of Cleveland, Ohio.
- Delayed
- New York Citicorp, New York, New York, requests permission to expand the activities of 28 existing offices (the sale of credit related property and casualty

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

ACTIONS OF THE BOARD - Continued

insurance protecting real and personal property subject to a security agreement with Citicorp Homeowners, Inc. to the extent permissible under applicable State insurance laws and regulations) at 7260 E. Indian School Rd., Scottsdale; 2077 East Camelback Rd., Phoenix; Tri City Mall, 1836 West Main Street, Mesa; 143 Valley West Mall, 5719 West Northern Ave., Glendale; 9861 Metro Parkway West, Phoenix; 777 E. Missouri Avenue, Phoenix; Thomas Mall, 4421 A East Thomas Road, Phoenix and Chris Town Shopping Center, 1558 West Montebello, Phoenix, all in Arizona; 21707 Hawthorne Boulevard, Torrance; Two City Boulevard East, Orange; 119 North Central Avenue, Glendale; Four Seasons Office Bldg., 4827 Sepulveda Blvd., Sherman Oaks; Financial Plaza Office Bldg., 1661 Hanover, City of Industry; 290 North "D" Street, San Bernardino and 600 City Parkway West, Orange, all in California; 9550 Regency Square Blvd., Jacksonville; 5514 N. Davis Highway, Pensacola; 7261 U. S. 19 North, Pinellas Park; Windmill Gate Shopping Ctr., 16403 N.W. 67th Ave., Miami Lakes; Dale Mabry Executive Ctr., 3725 Grace St., W., Tampa; Center Pointe Office Bldg., 4000 N. State Rd. 7, Fort Lauderdale; Executive Centre, 2300 Palm Beach Lakes Blvd., West Palm Beach; 1915 North Monroe, Tallahassee and 124 E. Colonial Drive, Orlando, all in Florida; 12400 I-45 & Greens Rd., Houston, 5501 LBJ Freeway, Dallas; 5360 Fredericksberg Rd., San Antonio and 6620 Harwin Drive, Houston, all in Texas, through its subsidiary, Citicorp Homeowners, Inc., (Delaware) (11/10/82) 3/

New York

Citicorp, New York, New York, requests permission to expand the activities of six existing offices (the sale of credit related property and casualty insurance protecting real and personal property subject to a security agreement with Citicorp Person-to-Person Thrift, Inc. to the extent permissible under applicable State insurance laws and regulations) at 542 Broadway, Chula Vista; 362 West Mission Ave., Escondido; 4525 La Jolla Village Dr., San Diego; 434 Fletcher Parkway, El Cajon; 1400 Camino De La Reina, San Diego and 119 North Central Ave., Glendale, all located in California, through its subsidiary, Citicorp Person-to-Person Thrift, Inc. (Domestic) (11/10/82) 3/

ACTIONS OF THE BOARD - Continued

- Richmond Equitable Bancorporation, Baltimore, Maryland, notification of intent to engage in de novo activities (acting as a sales agent of Travelers Express Company, Inc., for the sale through the affiliated banks of the holding company of money orders drawn on Travelers Express Company, Inc.) at 100 South Charles Street, Baltimore, Maryland (11/12/82)
- Boston Permitted Hospital Trust Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (in the origination, sale and servicing of residential and commercial mortgage loans) in Charlotte and Raleigh, North Carolina; Atlanta, Georgia and Miami, Florida, serving North Carolina, South Carolina, Florida, Georgia, Virginia, the District of Columbia, Maryland, Delaware and Pennsylvania, through its subsidiary, RIHT Mortgage Corporation (11/13/82) 3/
- New York Barclays Bank PLC and Barclays Bank International Limited, both of London, England, request permission to relocate an office of their existing subsidiaries, Barclays American/Financial, Inc. ("BAF"), and Barclays American/Retail Services, Inc., ("BARS"), engaging in the following activities ((i) making direct consumer loans, including loans secured by real estate, and purchasing sales finance contracts representing extensions of credit such as would be made or acquired by a consumer finance company, and wholesale financing [floor planning] and (ii) acting as agent for the sale of related credit life, credit accident and health and credit property insurance, credit life and credit accident and health insurance sold as agent may be underwritten or reinsured by Barclays-American Corporation's insurance underwriting subsidiaries) from 4141 South Salina Street, Syracuse, New York to Bayberry Plaza, 7650 Oswego Road, Liverpool, New York, through their subsidiaries, BAF and BARS (11/11/82) 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

Barclays Bank PLC and Barclays Bank International Limited, both of London, England, request permission to relocate an existing office engaging in the following activities ((i) making direct consumer loans, including loans secured by real estate, and purchasing sales finance contracts representing extensions of credit such as would be made or acquired by a consumer finance company, and whole-sale 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 111 East Walnut Street, Goldsboro, North Carolina to 2419 East Ash Street, Goldsboro, North Carolina, through its subsidiaries, Barclays-American/Financial, Inc., BarclaysAmerican/Financial Services, Inc., and BarclaysAmericanMortgage, Inc. (11/7/82) 3/

New York

Citicorp, New York, New York, requests permission to establish a de novo office engaging in the following activities (the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the sale of credit related life and accident and health or decreasing or level [in the case of single payment loans] term life insurance by licensed agents or brokers as required; the sale of consumer oriented financial management courses; and the servicing, for any person, of loans and other extensions of credit; as a necessary incident to its lending activities, for the purpose of funding those activities, Citicorp Person-to-Person Financial Center of Kansas, Inc. will issue investment certificates, pursuant to the Kansas Investment Certificate Act; the service area of the de novo subsidiary would be comprised of the State of Kansas; credit related life, accident and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of Citicorp Person-to-Person Financial Center of Kansas, Inc.) a5 300 Pennsylvania National Building, 4370 W. 109 Street, Overland Park, Kansas, through its subsidiary, Citicorp Person-to-Person Financial Center of Kansas, Inc. (11/7/82) 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

- Philadelphia** FB&T Corporation, Hanover, Pennsylvania, notification of intent to engage in de novo activities (in consumer finance activities, including the extension of direct loans to consumers, the discount of retail and installment notes or contracts the extension of direct loans to dealers for the financing of inventory [floor planning]; and acting as agent for the sale of life, accident and health insurance directly related to its extensions of credit) at 38 York Street, Hanover, Pennsylvania, serving the county in which the office is located and those portions of contiguous counties in Pennsylvania within a 15-mile radius of the office, through its subsidiary, Hanover Consumer Discount Company (11/12/82) 3/
- Richmond** Union Trust Bancorp, Baltimore, Maryland, notification of intent to engage in de novo activities (making installment loans to individuals for personal, family or household purposes; purchasing sales finance contracts executed in connection with the sale of personal, family or household goods or services; acting as agent in the sale of credit life and credit accident and health insurance directly related to its extensions of credit; acting as agent in the sale of insurance protecting collateral held against the extensions of credit; and making second mortgage loans secured in whole or in part by mortgages or other liens on real estate) at 708 North Edgewood Avenue, Jacksonville, Florida, serving the town of Jacksonville and the surrounding area, through its subsidiary, Landmark Financial Services, Inc. (11/12/82) 3/
- Atlanta** First Railroad & Banking Company, Augusta, Georgia, notification of intent to engage in de novo activities (making consumer installment loans secured by note, household goods, and first or second mortgages in real estate up to \$15,000; purchasing installment sales contracts up to \$3,500; underwriting credit life and accident and health insurance; and selling as agent property insurance in connection with its loans

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

ACTIONS OF THE BOARD - Continued

and installment sales contracts) in Waynesville, North Carolina, covering a service area encompassing Haywood County, through its subsidiary, CMC Group, Inc. (11/7/82) 3/

Dallas

Nasher Financial Corporation, Dallas, Texas, notification of intent to engage in de novo activities (making or acquiring, for its own account or for the account of others, loans and other extensions of credit (including issuing letters of credit and accepting drafts) such as would be made by a bank or bank related financial institution pursuant to Sections 225.4(b)(1) of Regulation Y and 4(c)(8) of the Bank Holding Company Act; specifically, NorthPark National Corporation will concentrate its lending activities toward commercial and industrial concerns in its service area, including manufacturing, retail, wholesale, energy, real estate and service type industries) at 1300 NorthPark Center, Dallas, Texas, serving the Dallas/Fort Worth Metroplex area, consisting of Dallas, Tarrant, Collin, Denton, Ellis, Rockwall and Kaufman Counties, through its subsidiary, Northpark National Corporation (11/12/82) 3/

San Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand the de novo activities (to include all functions or activities that may be performed or carried on by a trust company pursuant to Section 225.4(a)(4) of Regulation Y) at 65 Broadway, New York, New York, serving the United States, through its subsidiary, BankAmerica Securities Services Company of New York (A Limited Purpose Trust Company) (11/12/82) 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

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

ACTIONS OF THE BOARD - Continued

of credit by BankAmerica Corporation and its non-bank subsidiaries) at 433 California Street, San Francisco, California serving the State of Washington, through its indirect subsidiary, BA Insurance Company, Inc. (a California corporation) (11/8/82) 3/

San
Francisco

First Interstate Bancorp, Los Angeles, California, notification of intent to expand de novo activities (in the activity of acting as re-insurer for credit life insurance which is directly related to extensions of credit by the Bank Holding Company System; such expanded activity will be performed by First Interstate Life Insurance Company in the State of Nevada, such activities have been specified by the Board in Section 225.4(a)(10) of Regulation Y) (11/8/82) 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

Chicago The Detroit Bank and Trust Company, Detroit,
Michigan. To establish an offsite electronic
facility at Proof Center, 23550 Harper, St.
Clair Shore, Michigan. 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 Banque Indosuez, Paris, France: requests
consent to establish an Edge Act corporation
in Houston, Texas.

Chicago Detroit Bank and Trust International, Detroit,
Michigan: requests permission to be granted
to an amendment to the Articles of Association
of International changing its name to Comerica
Bank International.

Dallas InterFirst Corporation, Dallas, Texas: prior
notification of its intent to establish a
wholly-owned de novo international financial
subsidiary, InterFirst Dallas Finance, N.V.,
in the Netherlands Antilles.

San
Francisco BankAmerica Corporation, San Francisco, California:
prior notification of its intent to increase its
investment in its indirect subsidiary, BA Finance
(Hong Kong) Ltd.

San
Francisco Security Pacific Corporation, Los Angeles, California:
prior notification of its intent to make indirect
investments in one existing and two de novo finance
company subsidiaries in the United Kingdom.

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

APPLICATIONS RECEIVED - ContinuedTo Form a Bank Holding Company Pursuant to Section
3(a)(1) of the Bank Holding Company Act of 1956

- New York Meadowlands Bancorp., Garfield, New Jersey, for approval to acquire 100 percent of the voting shares of County Trust Company, Garfield, New Jersey. 2/
- Cleveland First Commerce Bancorp, Inc., Eubank, Kentucky, for approval to acquire at least 80 percent of the voting shares of The First State Bank, Eubank, Kentucky. 2/
- Richmond Morgan Bancorp, Inc., Berkley Springs, West Virginia, for approval to acquire at least 80 percent of the voting shares of Morgan County State Bank, Inc., Berkley Springs, West Virginia. 2/
- Richmond United Bancorp, Inc., Dunbar, West Virginia, for approval to acquire at least 80.004 percent of the voting shares of The Bank of Dunbar, Dunbar, West Virginia. 2/
- Atlanta First Chatsworth Bankshares, Inc., Chatsworth, Georgia, for approval to acquire 100 percent of the voting shares of The First National Bank of Chatsworth, Chatsworth, Georgia. 2/
- Atlanta FPB Corporation, Gallatin, Tennessee, for approval to acquire at least 80 percent of the voting shares of First & Peoples National Bank, Gallatin, Tennessee; 47 percent of Farmers and Merchants Bank, Bethpage, Tennessee; and at least 80 percent prior to dissolution of First and Peoples Trust Company, Gallatin, Tennessee. 2/
- Atlanta Mountain Bancshares, Inc., Tracy City, Tennessee, for approval to acquire at least 80.79 percent of the voting shares of First Bank and Trust, Tracy City, 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 Vista Banks, Inc., DeLeon Springs, Florida, for approval to acquire 100 percent of the voting shares of DeLeon Springs Bank, DeLeon Springs, Florida. 2/
- Chicago BAYARD BANCORPORATION, Bayard, Iowa, for approval to acquire at least 80 percent of the voting shares of The Farmers State Bank, Bayard, Iowa. 2/
- Chicago Merchants and Manufacturers Bancorporation, Inc., Milwaukee, Wisconsin, for approval to acquire at least 80 percent of the voting shares of Lincoln State Bank, Milwaukee, Wisconsin and Franklin State Bank, Franklin, Wisconsin, a proposed new bank. 2/
- Chicago West Branch Bancorp, Inc., West Branch, Iowa, for approval to acquire at least 80 percent of the voting shares of West Branch State Bank, West Branch, Iowa. 2/
- St. Louis Clark Financial Corporation, Jeffersonville, Indiana, for approval to acquire 100 percent (less directors' qualifying shares) of the voting shares of the successor by merger to The Clark County State Bank, Jeffersonville, Indiana. 2/
- St. Louis TCBankshares, Quitman, Arkansas, for approval to acquire 100 percent of the voting shares of First National Bank of Cleburne County (formerly Bank of Quitman), Quitman, Arkansas. 2/
- Minneapolis Hanisch Bankshares, Ltd., Crosby, North Dakota, for approval to acquire 100 percent of the voting shares of Farmers State Bank of Crosby, N.D., Crosby, North Dakota. 2/
- Minneapolis South Dakota Bancorp, Inc., Minneapolis, Minnesota, for approval to acquire at least 96.00 percent of the voting shares of Big Stone State Bank, Big Stone City, South Dakota; at least 81.52 percent of Farmers and Merchants Bank, Huron, South Dakota; and at least 98.67 percent of Dakota State Bank, Milbank, South Dakota. 2/

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

APPLICATIONS RECEIVED - Continued

- Kansas City Bancshares of Glasgow, Inc., Glasgow, Missouri, for approval to acquire at least 80.0 percent of the voting shares of Tri-County Trust Company, Glasgow, Missouri. 2/
- Kansas City Hazelton Bancshares, Inc., Hazelton, Kansas, for approval to acquire at least 84 percent of the voting shares of The Farmers State Bank, Hazelton, Kansas. 2/
- Kansas City Second Security Bankshares, Inc., Miami, Oklahoma, for approval to acquire at least 80.0 percent of the voting shares of Security Holding Company Miami, Oklahoma, and indirectly 84.48 percent of Security Bank and Trust Company, Miami, Oklahoma. 2/
- Dallas Sabine Bancshares, Inc., Many, Louisiana, for approval to acquire at least 80 percent of the voting shares of Sabine State Bank & Trust Company, Many, Louisiana. 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

- New York Northeast Bancorp, Inc., New Haven, Connecticut, for approval to acquire 100 percent of the voting shares of Security Bank and Trust, Bloomfield, Connecticut. 2/
- Chicago Arnold Buschman Enterprises, Inc., Fox Lake, Illinois, for approval to acquire an additional 39.63 percent of the voting shares of Fox Lake State Bank, Fox Lake, Illinois. 2/
- Minneapolis Dakota Company, Inc., Minneapolis, Minnesota, for approval to acquire at least 53.5 percent of the voting shares of South Dakota Bancorp, Inc., Minneapolis, Minnesota. 2/
- Kansas City First Wyoming Bancorporation, Cheyenne, Wyoming, for approval to acquire 100 percent of the voting shares of State Bank of Big Piney, Big Piney, Wyoming. 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 OMNIBANCORP, Denver, Colorado, for approval to acquire 100 percent of the voting shares of OMNIBANK Arapahoe, N.A., Arapahoe County, Colorado, a proposed new bank. 2/
- Dallas Independent Bankshares, Inc., Abilene, Texas, for approval to acquire 100 percent of the voting shares of First State Bank of Wylie, N.A., Abilene, Texas, a proposed new bank. 2/

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

- New York The Hongkong and Shanghai Banking Corporation, Hong Kong, B.C.C., requests permission to expand the activities of an existing office (commercial finance activities, including making installment, conditional sales, and working capital loans secured by commercial and industrial equipment) in Larchmont, New York, serving the entire continental United States, through its subsidiary, U. S. Concord, Inc. (11/9/82)
- Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (providing real estate portfolio investment advice, including: (i) serving as the advisory company for a mortgage or real estate investment trust; (ii) serving as investment advisor, as defined in Section 2(a)(20) of the Investment Company Act of 1940, to an investment company registered under that Act; (iii) furnishing general economic information and advice, general economic statistical forecasting services and industry studies; and (iv) providing financial advice to State and local governments, such as with respect to the issuance of their securities) at 551 Madison Avenue, New York, New York, through its subsidiary, Mellon Financial Services Corporation #2 (11/8/82)

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

- Atlanta First Alabama Bancshares, Inc., Montgomery, Alabama, notification of intent to engage in de novo activities (acting as agent or broker of insurance for the proposed banking subsidiaries of First Alabama Bancshares, Inc., of the following kinds of insurance: (1) credit life and accident and health insurance that is directly related to extensions of credit by the bank; insurance protecting collateral in which the lender has acquired a security interest, and insurance customarily sold to individual borrowers in connection with or as part of an insurance package with insurance protecting collateral) at the offices of the following bank subsidiary of First Alabama Bancshares, Inc.: First Alabama Bank of South Baldwin, (now South Baldwin Bank) Baldwin County, Alabama, through its subsidiary, FAB Agency, Inc. (11/2/82)
- Minneapolis First Bank System, Inc., Minneapolis, Minnesota, notification of intent to engage in de novo activities (in underwriting credit life insurance and credit accident and health insurance which is directly related to extensions of credit by subsidiaries of First Bank System, Inc.) at Suite 646, 234 North Central Avenue, Phoenix, Arizona, serving the Phoenix, Arizona metropolitan area, through its subsidiary, First Bank System Life Insurance Company (10/27/82)
- Dallas Coronado Bancshares, Inc., El Paso, Texas, notification of intent to engage in de novo activities (leasing to consumer and commercial businesses personal items of property and equipment) at 6004 North Mesa, El Paso, Texas and serving the trade area consisting primarily of El Paso County, Texas, through its subsidiary, Coronado Capital Leasing Corporation, d/b/a Coronado Leasing Corporation (11/5/82)
- San Francisco American Bancorp of Nevada, Las Vegas, Nevada, notification of intent to engage in de novo activities (in the activities of consumer and commercial finance activities, including the extension of direct loans for the financing of insurance premiums for sale to investors or acting as an agent for American Bank of Commerce in making loans for the financing of insurance premiums; making leases of personal property in

APPLICATIONS RECEIVED - Continued

accordance with the Board's Regulations for sale to investors or acting as agent for American Bank of Commerce in making leases of personal property in accordance with the Board's Regulations, servicing of loans and leases for others; and acting as agent for the sale of life, accident and health, and physical damage insurance directly related to its extensions of credit as permitted by Federal Law and the Board's Regulations) at 2800 West Sahara Avenue, Las Vegas, Nevada, serving Southern Nevada, through its subsidiary, AmBank Financial (11/11/82)

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for their 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 and credit-related accident and health insurance, credit-related property insurance will not be offered in the State of New York; the activities of BA FinanceAmerica will include, but not be limited to, making consumer installment loans, making loans and other extensions of credit to small businesses and making loans and other extensions of credit secured by real and personal property; the activities BAC Credit will include, but not be limited to, purchasing installment sales finance contracts; both corporations will be offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by BA FinanceAmerica Corporation and BAC Credit Corporation) at Store W-14, Northern Lights Mall, Routes 81 and 11, Syracuse, New York, serving the entire State of New York, through its indirect subsidiaries, BA FinanceAmerica Corporation and BAC Credit Corporation (New York corporations) (11/9/82)

San
Francisco

First Security Corporation, Salt Lake City, Utah, notification of intent to engage in de novo activities (making or acquiring loans and other extensions of credit such as would be made by a mortgage banking company, including making both residential and commercial mortgage loans for

APPLICATIONS RECEIVED - Continued

its own portfolio and for sale to others, and the servicing of such loans for others) at 2900 South Wilcrest, Suite 103, Houston, Texas, serving Houston and all of Harris County; as business can be developed for mortgages in surrounding areas, this office will also serve those portions of the following adjacent counties which are closest to Houston: Fort Bend, Waller, Montgomery, Chambers and Galveston, through its subsidiary, Utah Mortgage Loan Corporation (11/10/82)

San
Francisco

Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (in making or acquiring for its own account or for the account of others, asset based business loans and other commercial or industrial loans and extensions of credit such as would be made by a factoring, rediscount or commercial finance company and engaging generally in the factoring business) in St. Louis, Missouri, serving the United States, through its subsidiary, Security Pacific Business Credit Inc. (11/11/82)

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REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.