

ANNOUNCEMENT BY  
BOARD OF GOVERNORS  
OF THE  
FEDERAL RESERVE SYSTEM  
(H.2, 1982 No. 48)

Actions of the Board; Applications and Reports

Received During the Week Ending November 27, 1982

APPLICABLE  
RESERVE BANK

ACTIONS OF THE BOARD

Statement by Chairman Paul A. Volcker before the Joint Economic Committee to discuss the current stance of monetary policy and some problems for the future.

Fee schedule revised for System's automated clearing house (ACH) service and changes in the Federal Reserve's procedures for administering clearing balances.

Consumer Advisory Council, thirteen new members to replace members whose terms are expiring, and designation of Ms. Susan Pierson De Witt as Chairman, and Mr. William J. O'Connor, Jr., as Vice Chairman.

San  
Francisco

BankAmerica Corporation, San Francisco, California, extension of time to December 2, 1983, within which to increase its investment in BankAmerica Overseas Finance Corporation N.V., Netherland Antilles. 1/

Chicago

Boulevard Bancorp, Inc., Chicago, Illinois, extension of time to March 22, 1983, within which to become a bank holding company, to be interposed between Miami Corporation, a registered bank holding company, and National Boulevard Bank of Chicago, and to acquire shares of seven banks and bank holding companies. 1/

Dallas

First Freeport Corporation, Freeport, Texas, extension of time to February 18, 1983, within which to acquire Coastal National Bank, Angleton, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

- San Francisco First National Corporation, San Diego, California, extension of time to January 23, 1983, within which to become a bank holding company by acquiring 100 percent of the voting shares of the successor by merger to First National Bank, San Diego, California. 1/
- Dallas HNB Corporation, Huntsville, Texas, extension of time to February 18, 1983, within which to acquire the Huntsville National Bank, Huntsville, Texas. 1/
- Kansas City Lakeshore Bankshares, Inc., Oklahoma City, Oklahoma, extension of time to January 31, 1983, within which to acquire Lakeshore Bank, N.A., Oklahoma City, Oklahoma. 1/
- St. Louis Rich Land Bancorp, Inc., Olney, Illinois, extension of time to March 14, 1983, within which to become a bank holding company through the acquisition of Olney Trust Bank, Olney, Illinois, successor by merger to Olney Trust and Banking Company, Olney, Illinois. 1/
- Atlanta Sonny Wright, Miami, Florida, an organizer of a corporation to be formed under laws of Florida, extension of time to February 21, 1983, within which to become a bank holding company through the acquisition of Peoples National Bank of Commerce, Miami, Florida. 1/
- Boston Vermont Financial Services Corp., Brattleboro, Vermont, extension of time to December 8, 1982, within which to become a bank holding company through the acquisition of Vermont National Bank, Brattleboro, Vermont. 1/
- San Francisco Wells Fargo Bank N.A., San Francisco, California, extension of time to November 25, 1983, within which to open a branch in Madrid, Spain. 1/

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

ACTIONS OF THE BOARD - Continued

- San Francisco Alvarado Bank, San Pablo, California, a proposed new bank, proposal to acquire the assets of and the liabilities for the Hilltop Mall Branch (Richmond, California), of Union Bank, Los Angeles, California; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Boston Andover Savings Bank, Andover, Massachusetts, proposal to merge with Valley Cooperative Bank, Lawrence, Massachusetts; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Boston Arlington Five Cents Savings Bank, Arlington, Massachusetts, proposal to purchase the assets and assume the liabilities of Tanners National Bank, Woburn, Massachusetts; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Hampton County Bank, Varnville, South Carolina, proposed purchase of assets and assumption of liabilities of the Yesassee office of South Carolina National Bank, Columbia, South Carolina; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Old National Bank of Martinsburg, Martinsburg, West Virginia, proposed merger with the Citizens National Bank of Martinsburg, Martinsburg, West Virginia; report to the Comptroller of the Currency on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

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

New York            The Bank of New York, New York, New York. To  
                         establish 10 offsite electronic facility  
                         offices in Broome and Otsega Counties,  
                         New York. 1/

\* \* \* \* \*

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

Approved

Atlanta            The Orange State Bank, Dade County, Florida. 1/

Chicago            Midwest Trust and Savings Bank of Kankakee,  
                         Kankakee, Illinois. 1/

Chicago            Colonial Bank of Schaumburg, Schaumburg, Illinois. 1/

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

Approved

Chicago            First Trust & Savings Bank of Kankakee, Kankakee,  
                         Illinois, to merge with Midwest Trust and  
                         Savings Bank of Kankakee, Kankakee, Illinois. 1/

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

Not Disapproved

Kansas City        Farmers & Merchants Investments, Inc., Milford,  
                         Nebraska. 1/

Kansas City        Fairlawn Bancshares, Inc., Topeka, Kansas. 1/

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

ACTIONS OF THE BOARD - Continued

Dallas First Bells Bankshares, Inc., Bells, Texas. 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 Security Pacific Corporation, Los Angeles, California, Los Angeles, California: grants consent to purchase and hold, directly or indirectly, 29.9 percent of the shares of Hoare Govett Limited, London, England, and to retain those shares after Hoare Govett establishes an office in New York from which it will conduct investment advisory activities.

Sixty-Day Notification Period Allowed to Expire

San Francisco BankAmerica International, San Francisco, California: no objection to make an additional investment in UOB Holding, S.A., Geneva, Switzerland.

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

Approved

New York U.S.B. Holding Co., Inc., Nanuet, New York, for approval to acquire 100 percent of the voting shares of Union State Bank, Nanuet, New York. 1/

New York The Wilber Corporation, Oneonta, New York, for approval to acquire 100 percent of the voting shares of Wilber National Bank, Oneonta, New York. 1/

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

ACTIONS OF THE BOARD - Continued

- Cleveland F & M Bancorp, Miamisburg, Ohio, for approval to acquire 100 percent of the voting shares of the Farmers and Merchants Bank, Miamisburg, Ohio. 1/
- Atlanta Bank of Gonzales Holding Company, Inc., Gonzales, Louisiana, for approval to acquire at least 80 percent of the voting shares of Bank of Gonzales, Gonzales, Louisiana. 1/
- Atlanta Bayoulands Financial Corporation, Plattenville, Louisiana, for approval to acquire at least 80 percent of the voting shares of Bayoulands Bank, Plattenville, Louisiana. 1/
- Atlanta Clay County Bancshares, Inc., Celina, Tennessee, for approval to acquire at least 80 percent of the voting shares of Clay County Bank, Celina, Tennessee. 1/
- Atlanta Columbia Banking Company, Columbia, Alabama, for approval to acquire at least 80 percent of the voting shares of Bank of Columbia, Columbia, Alabama. 1/
- Atlanta First National Financial Corporation, Clarksville, Tennessee, for approval to acquire 100 percent of the voting shares of The First National Bank of Clarksville, Clarksville, Tennessee. 1/
- Atlanta Park National Corporation, Knoxville, Tennessee, for approval to acquire 100 percent of the voting shares of Park National Bank of Knoxville, Knoxville, Tennessee. 1/
- Chicago Bancap, Inc. (formerly BANKCAP, INC.), Poland, Indiana, for approval to acquire at least 81.52 percent of the voting shares of Peoples State Bank of Clay County, Poland, Indiana. 1/
- Chicago First Lena Corporation, Lena, Illinois, for approval to acquire at least 80 percent of the voting shares of Citizens State Bank of Lena, Lena, Illinois. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago Heartland Financial Bancshares, Inc., El Paso, Illinois, for approval to acquire through the merger with Heartland Bancorp, Inc., El Paso, Illinois, of 82.4 percent of Woodford County Bank, El Paso, Illinois; and 80 percent or more of Woodford Investment Company, Eureka, Illinois, which owns 98 percent of First Bank of Eureka, Eureka, Illinois; State Bank of Cornland, Cornland, Illinois; and Bank of Carlock, Carlock, Illinois. 1/
- Chicago Kane County Bancshares, Inc., Elburn, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Kane County Bank and Trust Co., Elburn, Illinois. 1/
- Chicago LeClaire Agency, Inc., LeClaire, Iowa, for approval to acquire at least 80 percent of the voting shares of LeClaire State Bank, LeClaire, Iowa. 1/
- Chicago Peoples National Bancorp of America, Lawrenceburg, Indiana, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to The Peoples National Bank of Lawrenceburg, Lawrenceburg, Indiana. 1/
- Chicago Princeton Agency, Inc., Princeton, Iowa, for approval to acquire at least 80 percent of the voting shares of Farmers Savings Bank, Princeton, Iowa. 1/
- St. Louis Hillsboro Bancshares, Inc., Hillsboro, Missouri, for approval to acquire 100 percent of the voting shares of Bank of Hillsboro, Hillsboro, Missouri. 1/
- St. Louis Wayne Bancshares, Inc., Monticello, Kentucky, for approval to acquire at least 80 percent of the voting shares of City & County Bank of Wayne County, Monticello, Kentucky, (formerly Peoples State Bank). 1/
- Minneapolis Bay Area Banking Shares, Inc., Ashland, Wisconsin, for approval to acquire at least 80 percent of the voting shares of Northern State Bank, Ashland, Wisconsin. 1/

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

ACTIONS OF THE BOARD - Continued

- Minneapolis Dairyland State Bancorporation, Inc., Bruce, Wisconsin, for approval to acquire at least 93.3 percent of the voting shares of Dairyland State Bank, Bruce, Wisconsin. 1/
- Minneapolis Gary Holding Company, Gary, South Dakota, for approval to acquire at least 83 percent of the voting shares of Gary State Bank, Gary, South Dakota. 1/
- Minneapolis Goodhue County Financial Corporation, Red Wing, Minnesota, for approval to acquire at least 80 percent of the voting shares of The Goodhue County National Bank of Red Wing, Red Wing, Minnesota. 1/
- Minneapolis Hebron Bancshares, Inc., Omaha, Nebraska, for approval to acquire at least 80 percent of the voting shares of Security Bank of Hebron, Hebron, North Dakota. 1/
- Kansas City AmBank Financial Corporation, Denver, Colorado, for approval to acquire 100 percent of the voting shares of Orchard Valley Bank, Englewood, Colorado and Broadway Bank, (formerly Viejo Bank), Littleton, Colorado, a proposed new bank. 1/
- Kansas City First Guymon Bancshares, Inc., Guymon, Oklahoma, for approval to acquire 100 percent of the voting shares of First National Bank of Guymon, Guymon, Oklahoma. 1/
- Kansas City Guarantee State Bancshares, Inc., Mangum, Oklahoma, for approval to acquire at least 80 percent of the voting shares of The Guarantee State Bank, Mangum, Oklahoma. 1/
- Dallas Camino Real Bancshares, Inc., Carrizo Springs, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Dimmit County, Carrizo Springs, Texas. 1/
- Dallas Franklin Bancshares, Inc., Franklin, Texas, for approval to acquire at least 80 percent of the voting shares of First National Bank of Franklin, Franklin, Texas. 1/

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



ACTIONS OF THE BOARD - Continued

- Dallas G-6 Corporation, Mesquite, Texas, for approval to acquire at least 95.57 percent of the voting shares of First State Bank, Mesquite, Texas. 1/
- Dallas Gulf Southwest Bancorp, Inc., Houston, Texas, for approval to acquire at least 80 percent of voting shares of League City National Bank, Houston, Texas and Alvin Community Bank, N.A., Alvin, Texas; and to merge with Westgrove Corporation, Houston, Texas and indirectly acquire at least 80 percent of Southern State Bank, South Houston, Texas and to merge with Gulf Southwest Bancshares, Inc., Houston, Texas and indirectly acquire at least 99.96 percent of Merchants Park Bank, Houston, Texas. 1/
- Dallas New Ulm Financial Corporation, New Ulm, Texas, for approval to acquire 100 percent of the voting shares of New Ulm State Bank, New Ulm, Texas. 1/
- Dallas Western Bancshares of El Paso, Inc., El Paso, Texas, for approval to acquire at least 80 percent of the voting shares of Western Bank, El Paso, Texas. 1/
- San Francisco Cal Rep Bancorp, Bakersfield, California, for approval to acquire 100 percent of the voting shares of California Republic Bank, Bakersfield, California. 1/
- San Francisco Western Commercial, Fresno, California, for approval to acquire 100 percent of the voting shares of Fresno Bank of Commerce, Fresno, 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

- Withdrawn
- Kansas City Bates County Bancshares, Inc., Rich Hill, Missouri, for approval to acquire at least 80 percent of the voting shares of Security Bank of Auxvasse, Auxvasse, Missouri.

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

ACTIONS OF THE BOARD - Continued

- Kansas City      IntraWest Financial Corporation (formerly The First National Bancorporation, Inc.), Denver, Colorado, for approval to acquire 100 percent of the voting shares of First National Bank of Highlands Ranch, Littleton, Colorado, a proposed new bank.
- Boston              Approved  
UST Corp., Boston, Massachusetts, for approval to acquire at least 80 percent of the voting shares of Charlesbank Trust Company, Cambridge, Massachusetts. 1/
- Cleveland          Interstate Financial Corporation, Dayton, Ohio, for approval to acquire 100 percent of the voting shares of Central Trust Company of Western Ohio, National Association, Celina, Ohio. 1/
- Cleveland          Peoples Bancorp, Inc., Marietta, Ohio, for approval to acquire 100 percent of the voting shares of The Peoples Bank, Nelsonville, Ohio. 1/
- Atlanta             Mountain Financial Company, Maryville, Tennessee, for approval to acquire 100 percent of the voting shares of Jefferson County Bank, Dandridge, Tennessee. 1/
- Chicago             Midwest Financial Group Inc., (formerly Commercial National Corporation), Peoria, Illinois, for approval to merge with Champaign Bancorp, Inc., Champaign, Illinois, thereby acquiring The First National Bank in Champaign, Champaign, Illinois; and to merge with Illinois National Bancorp, Inc., Springfield, Illinois, thereby acquiring The Illinois National Bank of Springfield, Springfield, Illinois, and to acquire the successor by merger to First Trust & Savings Bank of Kankakee, Kankakee, Illinois. 1/
- Chicago             Firstbank of Illinois Co., Springfield, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of First Trust and Savings Bank of Taylorville, Taylorville, Illinois. 1/

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

ACTIONS OF THE BOARD - Continued

Chicago Northern Trust Corporation, Chicago, Illinois, for approval to acquire at least 99.3 percent of the voting shares (less directors' qualifying shares) of Colonial Bank of Schaumburg, Schaumburg, Illinois, 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 1956

New York Withdrawn  
Citicorp, New York, New York, for approval to engage, through its subsidiary Citicorp Financial, Inc., Towson, Maryland, in offering a consumer layaway plan known as the Purchase Plus Plan, in connection with CFI's proprietary credit card known as "Choice".

San Francisco Seafirst Corporation, Seattle, Washington, for approval to expand its insurance activities to include credit-related unemployment insurance sales in Seattle, Washington, through its subsidiary, Seafirst Insurance Corporation.

New York Approved  
Post-och Kreditbanken, PKbanken, Stockholm, Sweden, for approval to engage in certain nonbanking activities through its subsidiary, PKfinans International Corporation, New York, New York.

Chicago LeClaire Agency, Inc., LeClaire, Iowa, for approval to continue to engage in general insurance activities in LeClaire, Iowa, a community with a population of less than 5,000. 1/

Chicago Princeton Agency, Inc., Princeton, Iowa, for approval to continue to engage in general insurance activities in Princeton, Iowa, a community with a population of less than 5,000. 1/

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

ACTIONS OF THE BOARD - Continued

- Delayed
- New York      Deutsche Bank AG, Frankfurt, West Germany, requests permission to continue to operate an office engaging in the following activities ((A) provide dealers of affiliates of Daimler-Benz AG in the United States and Canada with wholesale financing in the form of loans to finance dealers inventories secured by such inventories and (B) provide customers of affiliates of Daimler-Benz AG in the United States and Canada and their dealers with retail financing consisting of purchases by the company from such affiliates and their dealers of retail installment obligations undertaken by the customer in respect of equipment purchased by the customer, of purchases of lease receivables and dealer rental receivables in respect of the equipment leased by the customer and of full payout leasing of products of such affiliates and such dealers; in connection therewith, the company makes available, solely as authorized agent, credit life, accident and physical damage insurance) at 4545 Fuller Drive, Suite 328, P.O. Box 5225, Irving, Texas, through its subsidiary, Freightliner Credit Corporation (11/24/82) 3/
- Minneapolis      Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (in the activities of consumer and commercial finance, and the sale of credit-related insurance) from Rainbow Village Shopping Center, 2630-A Rainbow Way, Decatur, Georgia to The Lenox Center, 3355 Lenox Road NE, Atlanta, Georgia, which office, upon relocation, will serve Atlanta, Georgia, through its subsidiary, Dial Finance Company of Georgia (11/23/82) 3/
- Minneapolis      Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (in the activities of consumer and commercial finance, and the sale of credit-related insurance) from 2198 East Market Street, Akron, Ohio to Brittain Square, 1717 Brittain Road, Suite 109, Akron, Ohio, through its subsidiaries, Dial Finance Company of Ohio, First Dial, Inc. and Dial Finance Company of Ohio No. 1, Inc. (11/23/82) 3/

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

ACTIONS OF THE BOARD - ContinuedPermitted

- New York Manufacturers Hanover Corporation, New York, New York, notification of intent to engage through its indirect subsidiaries (A) Tempco Life Insurance Company, Phoenix, Arizona, in the activity of reinsuring single and joint credit life insurance related to extensions of credit made by subsidiaries of Manufacturers Hanover Corporation in Illinois; and (B) Ritter Life Insurance Company, Huntington Valley, Pennsylvania, in the activity of reinsuring single credit life insurance related to extensions of credit made by subsidiaries of Manufacturers Hanover Corporation in Massachusetts (11/21/82) 3/
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (making, acquiring, or servicing commercial loans and other extensions of credit such as could be made or acquired by a commercial finance company under New Jersey law; such activities will include, but not be limited to, engaging in commercial and business financing of all types, and making loans secured by residential real estate to individuals for business purposes) at 930 N. Route 73, Marlton, New Jersey, serving the entire State of New Jersey, through its subsidiary, Finance One Commercial Corporation (11/21/82) 3/
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (making, acquiring, or servicing commercial loans and other extensions of credit such as could be made or acquired by a commercial finance company under Pennsylvania law; such activities will include, but not be limited to, engaging in commercial and business financing of all types, and making loans secured by residential real estate to individuals for business purposes) at 1600 Market Street, Suite 1313, Philadelphia, Pennsylvania, serving the entire State of Pennsylvania, through its subsidiary, Finance One Commercial Corporation (11/21/82) 3/

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

ACTIONS OF THE BOARD - Continued

- Atlanta Louisiana Bancorp, Inc., Crowley, Louisiana, notification of intent to engage in de novo activities (in the leasing of personal property) at North Avenue G, Crowley, Louisiana, through its subsidiary, Louisiana Bancorp Leasing Company (11/22/82) 3/
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (servicing loans and other extensions of credit for other persons) at 4814 North MacArthur Boulevard, Oklahoma City, Oklahoma, serving the city of Oklahoma City, Oklahoma, through its subsidiary, Dial Finance Company of Oklahoma, Inc. (11/23/82) 3/
- Dallas First City Financial Corporation, Albuquerque, New Mexico, notification of intent to engage in de novo activities (in all functions or activities that may be performed by a trust company, including activities of a fiduciary, agency, or custodian nature) at 2155 Louisiana Boulevard, NE, Albuquerque, New Mexico, serving Bernalillo County and the State of New Mexico, to the extent permitted by New Mexico Statutes, through its subsidiary, First City Trust Company (11/22/82) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to continue 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, credit-related accident and health insurance and credit-related property insurance in the states of Mississippi and Alabama; such activities will include, but not be limited to, making consumer installment loans, purchasing installment sales contracts, making loans and other extensions of credit to 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-

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 property insurance directly related to extensions of credit made or acquired by both FinanceAmerica Industrial Plan Inc. and FinanceAmerica Corporation; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of both Finance-America Industrial Plan Inc. and FinanceAmerica Corporation) at Village East Shopping Plaza, 233 Alabama Street, Columbus, Mississippi, serving the entire States of Mississippi and Alabama, through its indirect subsidiaries, FinanceAmerica Industrial Plan Inc. and FinanceAmerica Corporation (both Mississippi corporations) (11/22/82) 3/

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

APPLICATIONS RECEIVED

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

San Francisco Great Western Bank, Dallas, Oregon. 2/

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

Chicago The De Kalb Bank, De Kalb, Illinois. To establish an ATM at the following locations: 1700 Sycamore Road and 901 South Fourth Street, both in De Kalb, Illinois. 2/

Chicago Chemical Bank and Trust Company, Midland, Michigan. To establish an offsite electronic facility at the International Headquarters of the Dow Chemical Company, 2030 Dow Center, Midland, Michigan. 2/

Philadelphia Girard Bank, Bala Cynwyd, Pennsylvania. To establish an offsite electronic facility at University City Shopping Center, 4007 Locust Street, Philadelphia, Pennsylvania. 2/

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

Boston Maine National Corp., Portland, Maine, for approval to acquire 100 percent of the voting shares of Maine National Bank, Portland, Maine. 2/

New York Brasilinvest S.A. Investimentos, Participacoes e Negocios; Brasilinvest S.A. Banco de Investimento; and Brasilinvest S.A. International (Panama); all of Sao Paulo, Brazil; and Brasilinvest Overseas Bank Limited (Nassau), Nassau, the Bahamas, for approval to acquire 100 percent of the voting shares of The First Women's Bank, New York, New York. 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

- Cleveland Exchange Financial Corporation, Mount Sterling, Kentucky, for approval to acquire at least 80 percent of the voting shares of The Exchange Bank of Kentucky, Mount Sterling, Kentucky. 2/
- Atlanta TMB Bankshares, Inc., West Palm Beach, Florida, for approval to acquire 100 percent of the voting shares of The Mall Bank, West Palm Beach, Florida. 2/
- Atlanta Union Bancshares, Incorporated, Marksville, Louisiana, for approval to acquire at least 80 percent of the voting shares of The Union Bank, Marksville, Louisiana. 2/
- Chicago Drake Holding Company, Inc., Radcliffe, Iowa, for approval to acquire at least 82.8 percent of the voting shares of Security State Bank, Radcliffe, Iowa. 2/
- Chicago MWA Bancorporation, Estherville, Iowa, for approval to acquire at least 80 percent of the voting shares of The Emmet County State Bank, Estherville, Iowa and First Bank and Trust, Spirit Lake, Iowa. 2/
- Chicago Valley Financial Services, Inc., South Elgin, Illinois, for approval to acquire at least 80 percent of the voting shares of Valley Bank and Trust Company, South Elgin, Illinois. 2/
- St. Louis Morgantown Deposit Bancorp, Inc., Morgantown, Kentucky, for approval to acquire 100 percent of the voting shares of the successor by merger to Morgantown Deposit Bank, Morgantown, Kentucky. 2/
- St. Louis Saline Bancorp., Inc., Harrisburg, Illinois, for approval to acquire 81.16 percent of the voting shares of Bank of Harrisburg, Harrisburg, Illinois. 2/

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

APPLICATIONS RECEIVED - Continued

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|---------------|---|
| St. Louis     | WEST FRANKFORT COMMUNITY BANCSHARES, INC., West Frankfort, Illinois, for approval to acquire at least 90.02 percent of the voting shares of The First Community Bank of West Frankfort, West Frankfort, Illinois. <u>2/</u> |
| Minneapolis   | First Sharon Holding Company, Inc., Sharon, North Dakota, for approval to acquire 94.62 percent of the voting shares of First State Bank of Sharon, Sharon, North Dakota. <u>2/</u>   |
| Kansas City   | Granada Bankshares, Inc., Granada, Colorado, for approval to acquire at least 88 percent of the voting shares of The American State Bank, Granada, Colorado. <u>2/</u>  |
| Kansas City   | Holly Bankshares, Inc., Holly, Colorado, for approval to acquire 100 percent of the voting shares of First Bank & Trust, Holly, Colorado. <u>2/</u>   |
| Kansas City   | Pine Ridge Management Company, Chadron, Nebraska, for approval to acquire at least 80 percent of the voting shares of First National Bank of Chadron, Chadron, Nebraska. <u>2/</u>  |
| Kansas City   | TBI Bancshares, Inc., Kansas City, Missouri, for approval to acquire 100 percent of the voting shares of Traders Bank of Kansas City, Kansas City, Missouri. <u>2/</u>  |
| Dallas        | Statewide Bancshares Corporation, Cedar Hill, Texas, for approval to acquire at least 88 percent of the voting shares of First Bank & Trust Company, Cedar Hill, Texas. <u>2/</u>   |
| San Francisco | Carmel Bancorporation, Carmel, California, for approval to acquire 100 percent of the voting shares of the successor by merger to National Bank of Carmel, Carmel, California. <u>2/</u>                                    |
| San Francisco | Continental Bancorp, Fresno, California, for approval to acquire 100 percent of the voting shares of Continental National Bank, Fresno, California. <u>2/</u>   |

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 INB Bancorp, Covina, California, for approval to acquire 100 percent of the voting shares of Independence National Bank, Covina, California, a proposed new bank. 2/

San Francisco Montecito Bancorp, Montecito, California, for approval to acquire 100 percent of the voting shares of The Bank of Montecito, Santa Barbara, California. 2/

San Francisco North American Bancorp, Los Angeles, California, for approval to acquire 100 percent of the voting shares of International Bank of North America, National Association, Los Angeles, 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

New York Key Banks Inc., Albany, New York, for approval to acquire 100 percent of the voting shares of Bankers Trust Company of Western New York, Jamestown, New York. 2/

Atlanta Barnett Banks of Florida, Inc., Jacksonville, Florida, for approval to acquire 100 percent of the voting shares of The State Exchange Bank, Lake City, Florida; and Treasure Coast Bankcorp, Inc., Port St. Lucie, Florida and indirectly Port St. Lucie Bank, Port St. Lucie, Florida. 2/

Atlanta Brannen Banks of Florida, Inc., Dunnellon, Florida, for approval to acquire 100 percent of the voting shares of The Bank of Inverness, Inverness, Florida, Crystal River Bank, Crystal River, Florida and Homosassa Springs Bank, Homosassa Springs, Florida. 2/

Chicago Hawkeye Bancorporation, Des Moines, Iowa, for approval to acquire 100 percent of the voting shares of Onawa State Bank, Onawa, Iowa. 2/

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

APPLICATIONS RECEIVED - Continued

- Kansas City      Broadway Bancshares, Inc., Kansas City, Missouri, for approval to acquire at least 25 percent of the voting shares of TBI Bancshares, Inc., Kansas City, Missouri and indirectly Traders Bank of Kansas City, Kansas City, Missouri. 2/
- Kansas City      International Bancshares, Inc., Gladstone, Missouri, for approval to acquire at least 25 percent of the voting shares of TBI Bancshares, Inc., Kansas City, Missouri and indirectly Traders Bank of Kansas City, Kansas City, Missouri. 2/
- Kansas City      Metro Bancshares, Inc., Kansas City, Missouri, for approval to acquire at least 25 percent of TBI Bancshares, Inc., Kansas City, Missouri and indirectly Traders Bank of Kansas City, Kansas City, Missouri. 2/
- Kansas City      Metropolitan Bancshares, Inc., Kansas City, Missouri, for approval to acquire at least 25 percent of the voting shares of TBI Bancshares, Inc., Kansas City, Missouri and indirectly Traders Bank of Kansas City, Kansas City, Missouri. 2/
- Kansas City      Union Bancorporation, Inc., Oklahoma City, Oklahoma, for approval to acquire an additional 2.4 percent of the voting shares of United Oklahoma Bankshares, Inc., Oklahoma City, Oklahoma. 2/
- Dallas            Coastal Bend Bancshares, Inc., Robstown, Texas, for approval to acquire 53.9 percent of the voting shares of Coastal Bend National Bank, Corpus Christi, Texas. 2/
- Dallas            National Bancshares Corporation of Texas, San Antonio, Texas, for approval to acquire 100 percent of the voting shares of Southwest State Bank, Corpus Christi, Texas. 2/
- Dallas            United Bankers, Inc., Waco, Texas, for approval to acquire at least 61.84 percent of the voting shares of Marlin Bancshares, Inc., Marlin, Texas and indirectly First State Bank of Marlin, Marlin, Texas. 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 Victoria Bankshares, Inc., Victoria, Texas, for approval to acquire 100 percent of the voting shares of Bank of Commerce, Port Comfort, Texas. 2/
- San Francisco Tennessee Homestead Company, Ogden, Utah, for approval to acquire an additional 12.99 percent of the voting shares of Bank of Utah, Ogden, Utah. 2/
- San Francisco Washington Community Bancshares, Inc., Tacoma, Washington, for approval to acquire 100 percent of the outstanding voting shares of Tumwater State Bank, Tumwater, Washington. 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

- St. Louis First Arkansas Bankstock Corporation, Little Rock, Arkansas, for approval to acquire at least 9.0 percent of the voting shares of Pope County Bankshares, Inc., Russellville, Arkansas and indirectly at least 80.0 percent of Peoples Bank & Trust Company, Russellville, Arkansas. 2/
- St. Louis Union Planters Corporation, Memphis, Tennessee, for approval to acquire 100 percent of the voting shares of the successor by merger to Tennessee Commerce Corporation, Jackson, Tennessee and indirectly First National Bank of Gibson City, Humboldt; and National Bank of Commerce of Jackson, Jackson, both in Tennessee. 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 three de novo offices engaging in the following activities (making loans secured by first and

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

second mortgages on real estate consisting of one-to-four family residential properties) at 7301 Topanga Canyon Boulevard, Conaga Park, California, with a primary service area of the San Fernando Valley, being portions of Los Angeles and Ventura Counties, California; 2045 Springs Road, Vallejo, California, with a primary service area of Solano, Sonoma, Martin, Napa and Contra Costa Counties, California, and 408 S. Main Street, Salinas, California, with a primary service area of Monterey, Santa Cruz and San Benito Counties, California, through its subsidiary, ARCS Mortgage, Inc. (11/26/82)

- New York      Chemical New York Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (generating and servicing loans and other extensions of credit; making or acquiring consumer loans; acquiring installment contracts from retail sellers covering the time sales of goods and related services; making or acquiring loans and other extensions of credit to businesses including but not limited to, inventory financing; making available to its debtors credit-related life and accident and health insurance directly related to such lending activities to the extent permissible under applicable State laws and regulations, the service area of this office will be the State of California) at 3330 Clayton Road, Concord, California, through its subsidiary, Sunamerica Corporation (11/24/82)
- New York      Citicorp, New York, New York, for approval to engage directly or indirectly through Citicorp Services, Inc., New York, New York, in the issuance and sale of money orders and other payment instruments in all denominations without limit as to face value.
- Philadelphia      First National Bancorp of Allentown, Inc., Allentown, Pennsylvania, notification of intent to engage in de novo activities (in the activity of underwriting, as reinsurer, credit life and credit accident and health insurance directly related to extensions of credit by Applicant's subsidiary, The First National Bank of Allentown and any other banking

APPLICATIONS RECEIVED - Continued

and non-banking subsidiaries of First National Bancorp of Allentown, Inc.) at 234 North Central Avenue, Phoenix, Arizona, the geographic area served will initially be Pennsylvania, New Jersey, New York, Maryland and Delaware, through its subsidiary, Firal Life Insurance Co. (11/16/82)

- Atlanta First Railroad & Banking Company of Georgia, Augusta, Georgia, notification of intent to engage in de novo activities (in providing data processing services and related services such as data processing and supporting equipment sales, consulting relative to the use and applicability of data processing equipment and services, and electronic funds transfer systems) at 2695 Buford Highway NE, Atlanta, Georgia (servicing Georgia, Alabama, North Carolina, and South Carolina), and 8031 NW 14th Street, Miami, Florida (servicing Florida); through remote input/output data collection centers at 2695 Buford Highway NE, Atlanta, Georgia; 699 Broad Street, Augusta, Georgia; 120 Third Avenue, Moultrie, Georgia; 208 T.V. Road, Dothan, Alabama; 14th and Harris Street, Cordele, Georgia, 2380 Murphy Blvd., Gainesville, Georgia; 501 Broad Street, Rome, Georgia; 60 Commerce Street, Montgomery, Alabama and 1320 East Morehead Street, Charlotte, North Carolina; and through input/output equipment located in the customers' offices, through its subsidiary, First Financial Management Corporation (11/17/82)
- Atlanta Louisiana Bancorp, Inc., Crowley, Louisiana, notification of intent to engage in de novo activities (in the leasing of personal property) at North Avenue G, Crowley, Louisiana, through its subsidiary, Louisiana Bancorp Leasing Company (10/8/82)
- Chicago Drake Holding Company, Inc., Radcliffe, Iowa, for approval to engage in general insurance activities in a town of less than 5,000.
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company;

APPLICATIONS RECEIVED - Continued

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 by either corporation in the State of Michigan; such activities will include, but not be limited to, making consumer installment loans, purchasing installment sales finance contracts, making loans and other extensions of credit to small businesses, making loans secured by real and personal property, and offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by both FinanceAmerica Credit Corporation and FinanceAmerica Corporation, to the extent permitted by Michigan law; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of both FinanceAmerica Credit Corporation and FinanceAmerica Corporation) in Battle Creek, Grand Rapids, Flushing, Jackson, Kalamazoo, Lansing, Livonia and Troy, Michigan, serving the entire State of Michigan, through its indirect subsidiary, FinanceAmerica Credit Corporation (a Delaware corporation) and FinanceAmerica Corporation (a Michigan corporation) (11/25/82)

San  
Francisco

Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (making or acquiring for its own account or for the account of others, loans and extensions of credit, including making consumer installment personal loans, purchasing consumer installment sales finance contracts, making loans to small businesses and other extensions of credit such as would be made by a factoring company or a consumer finance company, and acting as broker or agent for the sale of credit life and credit accident and health insurance) in Birmingham, Alabama, serving the State of Alabama; Charlotte and Raleigh, North Carolina, serving the State of North Carolina and Charleston and Columbia, South Carolina, serving the State of South Carolina, through its subsidiary, Security Pacific Finance Corp. (11/23/82)

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



APPLICATIONS RECEIVED - Continued

credit, either secured or unsecured, for its own account or for the account of others, including but not limited to, commercial, consumer loans; installment sales contracts and other forms of receivables; issuing passbook and investment certificates; making investments as permitted by Colorado Revised Statutes 11-22-101 to 11-22-517; and acting as insurance agent with regard to credit life and disability insurance solely in connection with extensions of credit by Ft. Collins Industrial) at Fort Collins U. S. Industrial Bank, 760 Whalers Way, Fort Collins, Colorado, through Fort Collins U. S. Industrial Bank, a wholly-owned subsidiary of U. S. Bancorp Financial, Inc. (11/25/82)

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REPORTS RECEIVED

Current Report Filed Pursuant to  
Section 13 of the Securities Exchange Act

Columbia Pacific Bank & Trust Co.  
Portland, Ohio  
(Month of November)

\* \* \* \* \*

PETITIONS FOR RULEMAKING

None.