

ANNOUNCEMENT BY  
BOARD OF GOVERNORS  
OF THE  
FEDERAL RESERVE SYSTEM  
(H.2, 1982 No. 49)

Actions of the Board; Applications and Reports

Received During the Week Ending December 4, 1982

APPLICABLE  
RESERVE BANK

ACTIONS OF THE BOARD

The Board changed its rules to implement recently enacted legislation affecting reserve requirements and the availability of NOW accounts (Docket No. R-0438; R-0439; R-0440; and R-0441)

Regulation D amendment to coordinate the end of the phase-in of reserve requirements for member banks under the Monetary Control Act with the start of contemporaneous reserve accounting (Docket No. R-0442)

The Board is extending the time for comment on questions pertaining to a staff study of Federal regulations and oversight of margins in financial markets, from December 20, 1982 to February 18, 1983 (Docket No. R-0427)

New York	Bankers Trust New York Corporation, New York, New York, extension of time to March 20, 1983, within which to engage in futures commission merchant activities through its subsidiary, BT Capital Markets Corp. <u>1/</u>
Kansas City	Central of Kansas Inc., Junction City, Kansas, extension of time to March 9, 1983, within which to acquire Central of J.C., National Association, Junction City, Kansas. <u>1/</u>
Cleveland	Colonial Banc Corp., Eaton, Ohio, extension of time to January 21, 1983, within which to acquire Eaton National Bank and Trust Co., Eaton, Ohio. <u>1/</u>
Dallas	First City Bancorporation of Texas, Inc., Houston, Texas, extension of time to March 7, 1983, within which to acquire First City Bank-East, N.A., El Paso, Texas, a proposed new bank. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

- Atlanta** FSB Bancorporation, Decatur, Alabama, extension of time to March 19, 1983, within which to become a bank holding company through acquisition of First State Bank of Decatur, Decatur, Alabama. 1/
- Chicago** GAINER CORPORATION, Merrillville, Indiana, extension of time to March 1, 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 Gary National Bank, Gary, Indiana. 1/
- Dallas** Garrison Bancshares, Inc., Garrison, Texas, extension of time to February 2, 1983, within which to acquire The Commercial State Bank, Garrison, Texas. 1/
- Atlanta** G.S.B. Investments, Inc., Gainesville, Florida, extension of time to March 6, 1983, within which to become a bank holding company through the acquisition of Gainesville State Bank, Gainesville, Florida. 1/
- Kansas City** Industrial Bancshares, Inc., Kansas City, Kansas, extension of time to February 4, 1983, within which to acquire Commercial National Bank, Kansas City, Kansas. 1/
- Chicago** Martinsville Bancshares, Inc., Martinsville, Illinois, extension of time to January 31, 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 Martinsville State Bank, Martinsville, Illinois. 1/
- Kansas City** Mission Bancshares, Inc., Mission, Kansas, extension of time to February 4, 1983, within which to acquire Commercial National Bank, Kansas City, Kansas. 1/
- Chicago** NBB, Inc., Chicago, Illinois, extension of time to February 22, 1983, within which to become a bank holding company through the acquisition of 75 percent or more of the voting shares of National Boulevard Bank of Chicago, Chicago, Illinois. 1/

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

ACTIONS OF THE BOARD - Continued

- Kansas City Nicol Bankshares Corp., Olathe, Kansas, extension of time to February 24, 1983, within which to acquire First Citibank of Olathe, Olathe, Kansas. 1/
- Atlanta One American Corp., Vacherie, Louisiana, extension of time to April 15, 1983, within which to become a bank holding company through the acquisition of First American Bank and Trust, Vacherie, Louisiana. 1/
- San Francisco South Valley Bancorporation, Morgan Hill, California, extension of time to February 27, 1983, within which to become a bank holding company through the acquisition of South Valley National Bank, Morgan Hill, California, a proposed new bank. 1/
- Dallas Texas American Bancshares Inc., Fort Worth, Texas, extension of time to March 1, 1983, within which to acquire Texas American Bank/Plano, N.A., Plano, Texas. 1/
- Atlanta United Bancorporation of Alabama, Inc., Atmore, Alabama, extension of time to February 5, 1983, within which to become a bank holding company through the acquisition of The Bank of Atmore, Atmore, Alabama and Peoples Bank, Frisco City, Alabama. 1/
- Chicago United Community Financial Corporation, Wayland, Michigan, extension of time to March 9, 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 United Community Bank, Wayland, Michigan. 1/
- San Francisco U. S. Bancorp, Portland, Oregon, extension of time to February 28, 1983, within which to begin operation of Boulder U. S. Industrial Bank, Boulder, Colorado. 1/
- Kansas City Valley View Bancshares, Inc., Overland Park, Kansas, extension of time to February 4, 1983, within which to acquire Commercial National Bank, Kansas City, Kansas. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta WCG Bancshares, Inc., Thomaston, Georgia, extension of time to February 27, 1983, within which to become a bank holding company through the acquisition of West Central Georgia Bank, Thomaston, Georgia. 1/
- Dallas Central Bank, Monroe, Louisiana, an investment in bank premises. 1/
- San Francisco First Interstate Bank of California, Los Angeles, California, extension of time to December 16, 1983, within which to establish a branch office in the vicinity of the intersection of Highway 50 and Missouri Flat Road, Placerville, California. 1/
- San Francisco Deregistration under Regulation G for Tacoma Telco Federal Credit Union, Tacoma, Washington. 1/
- Dallas Bank Commerce, Point Comfort, Texas, proposal to merge with New Bank of Commerce, Point Comfort, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Beach Bank of Vero Beach, Vero Beach, Florida, proposed merger with Second Beach Bank of Vero Beach, Vero Beach, Florida; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- St. Louis Benton Community Bank, Benton, Illinois, proposal to merge with Ewing State Bank, Ewing, Illinois; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Central Bank of Georgia, Macon, Georgia, proposed merger with Central Interim Bank, Macon, Georgia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Kansas City Central National Bank of Junction City, Junction City, Kansas, proposal to merge with Central of J.C., N.A., Junction City, Kansas; report to the Comptroller of the Currency on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis Commerce-Manchester Bank, National Association, St. Louis, Missouri, proposal to merge with Commerce Bank of St. Louis, National Association, St. Louis, Missouri; report to the Comptroller of the Currency on competitive factors. 1/
- New York Hamburg Savings Bank, Brooklyn, New York, proposal to merge with College Point Savings Bank, College Point, New York; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco Interim San Diego National Bank, San Diego, California, proposed merger with San Diego National Bank, San Diego, California, under title of the latter and charter of the former; report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Marshall Bank, N.A., Marshall, Texas, proposal to merge with The Marshall National Bank, Marshall, Texas; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Park National Bank of Knoxville, Knoxville, Tennessee, proposed merger with Park Interim Bank, N.A., Knoxville, Tennessee; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Trust Company of Georgia, Atlanta, Georgia, proposed merger with Trust Company Mortgage, Atlanta, Georgia, and to engage de novo in certain mortgage banking activities; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Valley Bank of El Paso, El Paso, Texas, proposal to merge with The New Valley Bank of El Paso, El Paso, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas First State Bank, Bandera, Texas, waiver of the six-month notice requirement to terminate membership in the Federal Reserve System. 1/

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

ACTIONS OF THE BOARD - ContinuedTo Establish a Domestic Branch Pursuant  
To Section 9 of the Federal Reserve Act

- Approved
- Richmond      Bank of Virginia, Richmond, Virginia. To establish a customer-bank communication terminal at 1229 Todds Lane, Hampton, Virginia. 1/
- Chicago        Comerica Bank-Detroit, Detroit, Michigan. To establish an offsite electronic facility at Proof Center, 23550 Harper, St. Clair Shores, Michigan. 1/
- San Francisco      First Interstate Bank of California, Los Angeles, California. To establish a branch office in the vicinity of the intersection of Rancho Santa Fe Road and San Marcos Boulevard, City of San Marcos, San Diego County, California. 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      Security State Bancorp., Inc., Mooreland, Oklahoma. 1/
- Kansas City      Pony Express Bancorp., Inc., Elwood, Kansas. 1/

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To Organize, or Invest in, a Corporation Doing  
Foreign Banking and Other Foreign Financing Pursuant  
to Section 25 or 25(a) of the Federal Reserve Act

- Approved
- New York        The Fuji Bank, Limited, Tokyo, Japan: grants consent to establish an Edge Act Corporation in San Francisco, California, to be named Fuji Bank International, Inc.

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

ACTIONS OF THE BOARD - Continued

**Atlanta** Banco Latino, C.A., Caracas, Venezuela: grants consent to establish an Edge Corporation in Miami, Florida, to be named Banco Latino International.

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

**Richmond** Peoples Bancorp, Inc., Richwood, West Virginia, for approval to acquire at least 80 percent of the voting shares of Peoples Bank of Richwood, Inc., Richwood, West Virginia. 1/

**Atlanta** Dixie Bancorp, Inc., Miami, Florida, for approval to acquire 100 percent of the voting shares of Dixie Financial Services, Inc., Miami, Florida and indirectly acquire Dixie National Bank of Dade County, Miami, Florida.

**Atlanta** Dixie Financial Services, Inc., Miami, Florida, for approval to acquire at least 80 percent of the voting shares of Dixie National Bank of Dade County, Miami, Florida.

**St. Louis** First Charlestown Corporation, Charlestown, Indiana, for approval to acquire at least 80 percent of the voting shares of First Bank of Charlestown, Charlestown, Indiana.

Approved

**Boston** Union Bankshares, Inc., Morrisville, Vermont, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of The Union Bank, Morrisville, Vermont. 1/

**Cleveland** Peoples Bank Corporation of Berea, Berea, Kentucky, for approval to acquire 100 percent of the voting shares of Peoples Bank and Trust Company, Berea, Kentucky. 1/

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

ACTIONS OF THE BOARD - Continued

- Cleveland United Midwest Bancshares, Inc., Cincinnati, Ohio, for approval to acquire 100 percent of the voting shares of Southern Ohio Bank, Cincinnati, Ohio.
- Atlanta Citco Bancshares, Inc., Elizabethton, Tennessee, for approval to acquire 100 percent of the voting shares of Citizens Bank, Elizabethton, Tennessee. 1/
- Atlanta Interedec (Georgia) N.V., Curacao, Netherlands Antilles and Interedec (Georgia) Limited, Nassau, Bahamas, for approval to acquire 100 percent of the voting shares of NBG Financial Corporation, Atlanta, Georgia (formerly GRP, Inc.). 1/
- Atlanta Pickens County Bancshares, Inc., Jasper, Georgia, for approval to acquire at least 80 percent of the voting shares of Pickens County Bank, Jasper, Georgia. 1/
- Chicago Charter 17 Bancorp, Inc., Richmond, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to The First National Bank of Richmond, Richmond, Indiana. 1/
- Chicago First Thomasboro Corporation, Thomasboro, Illinois, for approval to acquire at least 90 percent of the voting shares of First National Bank of Thomasboro, Thomasboro, Illinois. 1/
- Chicago Lohrville Bancshares, Ltd., Lohrville, Iowa, for approval to acquire at least 80 percent of the voting shares of Lohrville Savings Bank, Lohrville, Iowa. 1/
- Chicago Sherman Banc Shares, Inc., Sherman, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Sherman Community Bank, Sherman, Illinois. 1/
- St. Louis First Central Corporation, Searcy, Arkansas, for approval to acquire at least 80 percent of the voting shares of First National Bank of Searcy, Searcy, Arkansas. 1/

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



ACTIONS OF THE BOARD - Continued

- St. Louis Goreville Bancorporation, Inc., Goreville, Illinois, for approval to acquire at least 80 percent of the voting shares of Goreville State Bank, Goreville, Illinois. 1/
- St. Louis Ina Bancshares, Inc., Cahokia, Illinois, for approval to acquire 100 percent of the voting shares of Ina State Bank, Ina, Illinois. 1/
- St. Louis LaBelle Bancshares, Inc., LaBelle, Missouri, for approval to acquire at least 80 percent of the voting shares of The Bank of LaBelle, LaBelle, Missouri. 1/
- St. Louis Mountain Bancshares, Inc., Yellville, Arkansas, for approval to acquire at least 70 percent of the voting shares of Bank of Yellville, Yellville, Arkansas. 1/
- Minneapolis Eau Claire Financial Services, Inc., Eau Claire, Wisconsin, for approval to acquire at least 88.3 percent of the voting shares of London Square Bank, Eau Claire, Wisconsin. 1/
- Minneapolis Madelia Holding Corp., Madelia, Minnesota, for approval to acquire 86.8 percent of the voting shares of The Citizens National Bank of Madelia, Madelia, Minnesota. 1/
- Kansas City C & M Bancshares, Inc., Cameron, Missouri, for approval to acquire at least 78 percent of the voting shares of Memphis Bancshares, Inc., Memphis, Missouri, and indirectly at least 90 percent of Farmers & Merchants Bank Memphis, Missouri; and 100 percent of Cameron Bancshares, Inc., Cameron, Missouri, and indirectly at least 80 percent of Cameron State Bank, Cameron, Missouri. 1/
- Kansas City Eastman National Bancshares, Inc., Newkirk, Oklahoma, for approval to acquire at least 80 percent of the voting shares of Eastman National Bank of Newkirk, Newkirk, Oklahoma. 1/
- 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. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas First Jacksboro Bancshares, Inc., Jacksboro, Texas, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Jacksboro, Jacksboro, Texas. 1/
- San Francisco Istituto Bancario San Paolo di Torino, Turin, Italy and its subsidiary, San Paolo U.S. - Holding Company, New York, New York, for approval to acquire 85 percent of the voting shares of First Los Angeles Bank, Los Angeles, California.
- San Francisco National Bankshares of La Jolla, La Jolla, California, for approval to acquire 100 percent of the voting shares of the successor by merger to National Bank of La Jolla, La Jolla, California. 1/

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

- Approved
- Boston First Bancorp of N.H., Inc., Manchester, New Hampshire, for approval to acquire up to 100 percent of the voting shares of The Bedford Bank, Bedford, New Hampshire.
- Atlanta SBT Corporation, Savannah, Georgia, for approval to acquire at least 90 percent of the voting shares of Central Bank of Georgia, Macon, Georgia. 1/
- Atlanta Tennessee National Bancshares, Inc., Maryville, Tennessee, for approval to acquire 56.3 percent or more of the voting shares of First National Bank of Jefferson City, Jefferson City, Tennessee. 1/
- Minneapolis Zappco Inc., St. Cloud, Minnesota, for approval to acquire at least 89.3 percent of the voting shares of First National Bank of Little Falls, Little Falls, Minnesota. 1/
- Kansas City Security Bancshares, Inc., Albany, Missouri, for approval to acquire an additional 19.96 percent of the voting shares of Albany State Bank, Albany, Missouri. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas** Allied Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Allied Bank North Belt N.A., Houston, Texas, a proposed new bank. 1/
- Dallas** Northeast United Bancorp, Inc. of Texas, Fort Worth, Texas, for approval to acquire 100 percent of the voting shares of Cedar Hill National Bank, Cedar Hill, Texas, a proposed new bank. 1/
- Dallas** Texas American Bancshares Inc., Fort Worth, Texas, for approval to acquire 100 percent of the voting shares of Forum Bank, Arlington, Texas. 1/

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

- Richmond** NCNB Corporation, Charlotte, North Carolina, for approval to acquire 100 percent of the voting shares of Exchange Bancorporation, Inc., Tampa, Florida and indirectly acquire Exchange Bank and Trust Company of Florida, Tampa, Florida; Exchange Bank of Charlotte County, N.A., Englewood, Florida; Exchange Bank of Collier County, Naples, Florida; The Exchange National Bank of Lake County, Clermont, Florida; Exchange Bank of Lee County, Fort Myers, Florida; Exchange National Bank of Manatee County, Bradenton, Florida; The Exchange Bank of Osceola, Kissimmee, Florida; Exchange Bank of Polk County, Winter Haven, Florida; and Exchange Bank of Sarasota County, Sarasota, Florida.
- Atlanta** Third National Corporation, Nashville, Tennessee, for approval to merge with Ancorp Bancshares, Inc., Chattanooga, Tennessee and indirectly acquire American National Bank and Trust Company, Chattanooga, Tennessee and Hamilton Bank of Johnson City, Johnson City, Tennessee.

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

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

- New York**                      Withdrawn  
Citicorp, New York, New York, to expand the activities of nine existing offices to include the following activity (the sale of credit related property and casualty 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 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 Avenue, Miami Lakes; Dale Mabry Executive Ctr., 3725 Grace Street 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 located in Florida, through its subsidiary, Citicorp Homeowners, Inc. (Delaware) (11/29/82) 3/
- Kansas City**                      Kaw Valley Bancshares, Inc., Kansas City, Kansas, for approval to acquire 50.01 percent of the outstanding shares of Electronic Processing, Inc., Kansas City, Kansas, a data processing services company. 1/
- New York**                      Approved  
Citicorp, New York, New York, for approval to establish branches of its subsidiary, Citicorp Banking Corporation, Wilmington, Delaware, in Bahrain, the Channel Islands and Hong Kong to engage in certain commercial banking activities.
- New York**                      Citicorp, New York, New York, for approval to engage through its subsidiary, Citicorp Futures Corporation, New York, New York, in acting as a futures commission merchant for nonaffiliated persons, in the execution and clearance of certain futures contracts on major commodity exchanges and such contracts would cover bullion, foreign exchange, U.S. Government securities and negotiable money market instruments.

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

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

ACTIONS OF THE BOARD - Continued

- Richmond**           MCNB Corporation, Charlotte, North Carolina, for approval to acquire Exchange Financial Services, Inc., Tampa, Florida and Exchange Leasing, Inc., Tampa, Florida.
- Atlanta**            Third National Corporation, Nashville, Tennessee, for approval to acquire Ancorp Insurance Company, Chattanooga, Tennessee, which engages in the underwriting of credit life insurance and credit accident and health insurance directly related to extensions of credit made by Ancorp's subsidiary banks.
- San Francisco**       Imperial Bancorp, Inglewood, California, for approval to recommence the activity of providing packaged data processing and transmission services for banking, financial and economic data for installation on the premises of customers that are depository or similar institutions, through its subsidiary, Imperial Automation, Inc., Costa Mesa, California.
- Dallas**             Delayed  
First City Financial Corporation, Albuquerque, New Mexico, notification of intent to engage in de novo activities (to engage in insurance activities by acting as agent for the sale of life, accident and health insurance directly related to its extensions of credit) at 2155 Louisiana, NE, Albuquerque, New Mexico; 200 East Broadway, Hobbs, New Mexico; 101 West Greene, Carlsbad, New Mexico; 1141 Mechem Drive, Ruidoso, New Mexico; 209 S. Main Street, Lovington, New Mexico; and 1901 N. Main Street, Roswell, New Mexico, through its subsidiary, First City Mortgage Company (12/2/82) 3/
- San Francisco**       BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (to engage in credit-related property insurance) at 755 Two Mile Parkway, Goodlettsville, Tennessee, serving the States of Tennessee and Kentucky as well as two existing offices located in Chattanooga, Tennessee, serving the States of Alabama and Memphis,

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

ACTIONS OF THE BOARD - Continued

Tennessee, serving the States of Tennessee and Kentucky, through its indirect subsidiary, Finance-America Credit Corporation (a Delaware corporation) (12/2/82) 3/

- Reactivated
- 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 (11/30/82) 3/
- Permitted
- Richmond      Equitable Bancorporation and The Maybaco Company, both in 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 (11/30/82) 3/
- Chicago      Merchants National Corporation, Indianapolis, Indiana, notification of intent to engage in de novo activities (to engage in leasing activities including leasing of capital goods and equipment to industry, banks and others or act as agent, broker, or advisor in leasing such personal property) at 9600 Colerian Avenue, Cincinnati, Ohio, the geographic area to be served will be within a 50-mile radius of Cincinnati, through its indirectly-owned subsidiary, Circle Acceptance Leasing Corp. (12/3/82) 3/
- Dallas      First City Financial Corporation, Albuquerque, New Mexico, notification of intent to engage in de novo activities (in originating, selling and servicing real estate loans of all types for its own account and for the accounts of others) at 2155 Louisiana NE, Albuquerque, New Mexico,

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

ACTIONS OF THE BOARD - Continued

with additional loan origination and underwriting offices to be located at 200 East Broadway, Hobbs, New Mexico; 101 West Greene, Carlsbad, New Mexico; 1141 Mechem Drive, Ruidoso, New Mexico; 1901 North Main, Roswell, New Mexico; and 2091 S. Main St., Lovington, New Mexico, serving the State of New Mexico and West Texas, through its subsidiary, First City Mortgage Company (12/3/82) 3/

San  
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (to engage in the additional activity of acting as an industrial loan company under the Tennessee Industrial Loan and Thrift Companies Act; provided however, that no investment certificates will be offered to the public; FinanceAmerica Credit Corporation will continue to engage in the activities of making or acquiring for its own account loans and other extensions of credit such as are made or acquired by a finance or industrial loan company, servicing loans and other extensions of credit, and offering credit-related life, credit-related accident and health and credit-related property insurance; there will however, be no credit-related property insurance offered in Georgia or Mississippi; 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 insurance, credit-related accident and health insurance, and credit-related property insurance in connection with extensions of credit made or acquired by FinanceAmerica Credit Corporation; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of FinanceAmerica Credit Corporation) at 755 Two Mile Parkway, Goodlettsville, Tennessee, serving the States of Tennessee and Kentucky as well as two existing offices located in Chattanooga, Tennessee, serving the States of Alabama and Georgia and Memphis, Tennessee, serving the States of Tennessee, Kentucky, and Mississippi through its indirect subsidiary, FinanceAmerica Credit Corporation (a Delaware corporation) (12/3/82) 3/

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

ACTIONS OF THE BOARD - Continued

San  
Francisco

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, 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) these activities would be conducted from offices in Boston, Massachusetts and Philadelphia, Pennsylvania, serving the United States, through its subsidiary, Security Pacific Business Credit Inc. (12/4/82) 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

Richmond            The Allegheny Bank, Lewisburg, West Virginia. 2/

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

Richmond            The Allegheny Bank, Lewisburg, West Virginia, to  
merge with The Greenbrier Valley Bank, Lewisburg,  
West Virginia. 2/

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

Cleveland            The Provident Bank, Cincinnati, Ohio. To establish  
a branch at Montgomery Road & Landen Drive, Deer-  
field Township, Ohio. 2/

Cleveland            Ohio Citizens Bank, Toledo, Ohio. To establish a  
branch at 100 West South Boundary Road, Perrys-  
burg, Ohio. 2/

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

Chicago              Citizens Bank & Trust Company, Park Ridge, Illinois.  
To establish an ATM at Thomson's Finer Foods,  
901 Touhy Avenue, Park Ridge, Illinois. 2/

Chicago              Citizens Bank & Trust Company, Park Ridge, Illinois.  
To establish an ATM at Lutheran General Hospital,  
1775 Dempster Street, Park Ridge, 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

- San Francisco** First Interstate Bank of California, Los Angeles, California. Branch office in the vicinity of the intersection of Lake Murray Boulevard and Lake Park Way, City of La Mesa, San Diego County, California. 2/
- Richmond** Union Trust Company of Maryland, Baltimore, Maryland. To establish a branch at 721-723 Hammonds Ferry Road, Linthicum, Maryland. 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** The Chase Manhattan Bank, N.A., New York, New York: requests consent to establish an Edge Act corporation in Newark, Delaware to be named Chase Manhattan Capital Markets International and for Edge to acquire the stock of Chase Manhattan Limited, London and Chase Manhattan Asia Limited, Hong Kong from Chase's investment Edge, Chase Manhattan Overseas Banking Corporation, Newark, Delaware.
- San Francisco** First Interstate Bancorp, Los Angeles, California: prior notification of its intent to invest indirectly in perpetual, non-cumulative preferred shares of First Interstate International Finance Limited, a commercial finance company which Bancorp's Cayman Islands subsidiary bank, First Interstate Limited is in the process of organizing in Grand Cayman, Cayman Islands.

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

APPLICATIONS RECEIVED - ContinuedTo Establish an Overseas Branch of a Member Bank  
Pursuant to Section 25 of the Federal Reserve Act

Boston                   The First National Bank of Boston, Boston, Massachusetts: requests consent to establish a branch in San Juan, Puerto Rico.

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

Cleveland               Winchester Bancorp Inc., Winchester, Kentucky, for approval to acquire 100 percent of the voting shares of The Winchester Bank, Winchester, Kentucky. 2/

Richmond               Allegheny Bankshares Corporation, Lewisburg, West Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to Greenbrier Valley Bank, Lewisburg, West Virginia. 2/

Atlanta                 Banzano International, N.V., Curacao, Netherland Antilles, Banzano, B.V., Amsterdam, Netherlands and Miami National Bancorp, Coral Gables, Florida, for approval to acquire at least 84.5 percent of the voting shares of Miami National Bank, Miami, Florida. 2/

Atlanta                 Central State Bancorporation, Calera, Alabama, for approval to acquire at least 80 percent of the voting shares of Central State Bank, Calera, Alabama. 2/

Atlanta                 Cohutta Bancshares, Inc., Chatsworth, Georgia, for approval to acquire 100 percent of the voting shares of Cohutta Banking Company, Chatsworth, Georgia. 2/

Atlanta                 First Gonzales Bancshares, Inc., Gonzales, Louisiana, for approval to acquire at least 80 percent of the voting shares of First Gonzales Corporation, Gonzales, Louisiana, and indirectly 98.7 percent of the voting shares of First National Bank of Gonzales, Gonzales, Louisiana. 2/

2/ Application subject to Community Reinvestmet 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 Monco Bancshares, Inc., Monroeville, Alabama, for approval to acquire at least 80 percent of the voting shares of The Monroe County Bank, Monroeville, Alabama. 2/
- Atlanta First National Financial Corporation, Vicksburg, Mississippi, for approval to acquire at least 80 percent of the voting shares of First National Bank of Vicksburg, Vicksburg, Mississippi. 2/
- Atlanta Henry County Bancshares, Inc., Stockbridge, Georgia, for approval to acquire 100 percent of the voting shares of The First State Bank, Stockbridge, Georgia. 2/
- Atlanta Tri-City Bancorp, Inc., Blountville, Tennessee, for approval to acquire 100 percent of the voting shares of Tri-City Bank and Trust Company, Blountville, Tennessee. 2/
- Chicago First Peoria Corp., Peoria, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to The First National Bank of Peoria, Peoria, Illinois, and 100 percent of the voting shares (less directors' qualifying shares) of First National Bank of Metamora, Metamora, Illinois. 2/
- St. Louis First Blevins Bancshares, Inc., Hope, Arkansas, for approval to acquire at least 80 percent of the voting shares of Bank of Blevins, Blevins, Arkansas. 2/
- St. Louis Security Capital Corporation, Batesville, Mississippi, for approval to acquire at least 80 percent of the voting shares of Batesville Security Bank, Batesville, Mississippi. 2/
- St. Louis South Central Bancshares, Inc., Russellville, Kentucky, for approval to acquire at least 80 percent of the voting shares of The Citizens National Bank of Russellville, Russellville, Kentucky. 2/
- Minneapolis Fergus Falls Bancshares, Inc., Fergus Falls, Minnesota, for approval to acquire at least 94.1 percent of voting shares of Security State Bank of Fergus Falls, Fergus Falls, Minnesota. 2/

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

APPLICATIONS RECEIVED - Continued

Minneapolis Flathead Holding Company of Bigfork, Bigfork, Montana, for approval to acquire at least 84.2 percent of the voting shares of Flathead Bank of Bigfork, Bigfork, Montana. 2/

Kansas City C.J. Bancshares, Inc., Carl Junction, Missouri, for approval to acquire at least 90.16 percent of the voting shares of Citizens Bank of Carl Junction, Carl Junction, Missouri. 2/

Kansas City Interstate Financial Corporation, Edmond, Oklahoma, for approval to acquire 80.05 percent of the voting shares of First InterState Bank and Trust Company, Edmond, Oklahoma. 2/

Dallas A & K Bancshares, Inc., Roby, Texas, for approval to acquire 80 percent or more of the voting shares of Citizens State Bank, Roby, Texas, Roby, Texas. 2/

Dallas Lamar Bancshares, Inc., Beaumont, Texas, for approval to acquire 80 percent or more of the voting shares of Lamar State Bank, Beaumont, Texas. 2/

Dallas Quadco Bancshares, Inc., Ladonia, Texas, for approval to acquire at least 80 percent or more of the voting shares of Farmers and Merchants State Bank, Ladonia, Texas. 2/

Dallas Sobank, Inc., Tyler, Texas, for approval to acquire 100 percent of the voting shares of Southside State Bank, Tyler, Texas. 2/

Dallas Woodville Bancshares, Inc., Woodville, Texas, for approval to acquire at least 80 percent or more of the voting shares of Citizens State Bank, Woodville, Texas. 2/

San Francisco Tri-Valley Bancorp, Dublin, California, for approval to acquire 100 percent of the voting shares of Tri-Valley National Bank, Dublin, California, a proposed new bank. 2/

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

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

- Cleveland Banc One Corporation, Columbus, Ohio, for approval to acquire 100 percent of the voting shares of Tower National Bank of Lima, Lima, Ohio. 2/
- Cleveland Society Corporation, Cleveland, Ohio, for approval to acquire at least 80 percent of the voting shares of The Wakeman Bank Company, Wakeman, Ohio. 2/
- Chicago First Community Bancorp, Inc., Rockford, Illinois, for approval to acquire 80 percent or more of the voting shares of The Guaranty National Bank of Rockford, Rockford, Illinois. 2/
- Chicago Middle States Bancorporation, Inc., East Moline, Illinois, for approval to acquire an additional 14.995 percent of the voting shares of Colona Avenue State Bank, East Moline, Illinois. 2/
- Chicago Northern Trust Corporation, Chicago, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of Northern Trust Bank of Florida/Naples National Association, Naples, Florida, a proposed new bank. 2/
- Chicago Northern Trust Corporation, Chicago, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of Northern Trust Bank of Florida/Palm Beach National Association, Palm Beach, Florida, a proposed new bank. 2/
- Chicago Quad Cities First Company, Rock Island, Illinois, for approval to acquire at least 50 percent of the voting shares of Midwest National Bank of Moline, Moline, Illinois. 2/
- Chicago STEEL CITY BANCORPORATION, INC., Chicago, Illinois, for approval to acquire at least 80 percent of the voting shares of Tinley Park Bank, Tinley Park, 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

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

Boston                    The Conifer Group Inc., Worcester, Massachusetts,  
for approval to merge with Essex Bancorp, Inc.,  
Peabody, Massachusetts and indirectly acquire  
Essexbank, Peabody, Massachusetts. 2/

\* \* \* \* \*

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

Boston                    Fleet Financial Group, Inc., Providence, Rhode  
Island, notification of intent to engage in  
de novo activities (in consumer finance and  
insurance agency activities involving the sale  
of credit life and credit accident and health  
insurance directly related to an extension of  
credit) at 6825 East Tennessee Avenue, Denver,  
Colorado, serving the State of Colorado, through  
its indirect subsidiary, Mortgage Associates,  
Inc. (11/29/82)

Boston                    Fleet Financial Group, Inc., Providence, Rhode  
Island, notification of intent to engage in  
de novo activities (in consumer finance activities)  
at 5350 South Western Avenue, Oklahoma City,  
Oklahoma, serving the State of Oklahoma, through  
its indirect subsidiary, Mortgage Associates,  
Inc. (11/29/82)

Boston                    Fleet Financial Group, Inc., Providence, Rhode  
Island, notification of intent to engage in  
de novo activities (in consumer finance and  
insurance agency activities involving the sale  
of credit life and credit accident and health  
insurance directly related to an extension of  
credit) at 3127 West Spencer Street, Appleton,  
Wisconsin, serving northeastern and central  
Wisconsin, through its indirect subsidiary,  
Mortgage Associates, Inc. (11/29/82)

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

APPLICATIONS RECEIVED - Continued

- New York Bankers Trust New York Corporation, New York, New York, for approval to engage through its wholly-owned subsidiary, BT Capital Markets Corp. in the executing and clearing on certain commodity exchanges of futures contracts in bullion, U.S. Government securities, foreign exchange, and negotiable money market instruments at de novo branch offices in Dallas, Texas, Los Angeles, California and Atlanta, Georgia.
- New York Barclays Bank PLC and Barclays Bank International Limited, both of London, England, requests permission to establish a de novo 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 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) at 3300 West Esplanade, Suite 101, Metairie, Louisiana, serving customers in Metairie and surrounding areas in Louisiana, through their subsidiary, BarclaysAmerican/Financial, Inc. (11/30/82)
- New York Citicorp, New York, New York, requests permission to expand the activities and service area of an existing office to include the following activities (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 making of loans to individuals and businesses to finance the purchase of mobile homes, modular units or related manufactured housing together with the real property to which such housing is or will be permanently affixed, such property being used as security for the loans; and the servicing, for any person, of loans and other extensions of credit; in addition, the office proposes to broaden its previously approved activities of the extension of loans to mobile home dealers for the financing of inventory [floor planning] and working capital



APPLICATIONS RECEIVED - Continued

purposes and the purchasing and servicing for its own account of sales finance contracts relating to the mobile homes, to engage in such activities with regard to all types of dealers and all types of consumer installment paper; the proposed service area, for all previously approved and proposed activities, shall be comprised of the entire States of Minnesota, Wisconsin and Wyoming; credit-related life, accident, and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of Citicorp Acceptance Company, Inc.) at 1700 W. Highway 36, Rosedale Towers, Suite 630, Roseville, Minnesota, through its subsidiary, Citicorp Acceptance Company, Inc. (11/30/82)

New York

Citicorp, New York, New York, requests permission to expand the service area of an existing office engaging in the following activities (the service area shall be expanded to include the States of Indiana and Michigan, in addition to the previously approved service area of Illinois, Iowa, Minnesota and Wisconsin, for the following previously approved activities: the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the extension of loans to dealers for the financing of inventory [floor planning] and working capital purposes; the purchasing and servicing for its own account of sales finance contracts; 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; and the servicing, for any person, of loans and other extensions of credit; credit-related life, accident and health insurance may be written by Family Guardian Life Insurance company, an affiliate of Citicorp Acceptance Company, Inc.) at 999 Plaza Drive, Woodfield Plaza, Suite 520, Schaumburg, Illinois, through its subsidiary, Citicorp Acceptance Company, Inc. (11/30/82)

New York

Citicorp, New York, New York, requests permission to establish a de novo office of its subsidiary, Citicorp Homeowners, Inc. ("CHI"), and to establish a de novo subsidiary, Citicorp Person-to-Person Financial Center, Inc., ("CPFC"), at the same location; the activities in which the CHI

APPLICATIONS RECEIVED - Continued

office proposes to engage are (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; the servicing, for any person of loans and other extensions of credit; the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for the de novo office of CHI shall be comprised of the entire State of Minnesota for all the aforementioned proposed activities; the de novo subsidiary proposes to engage in operating as an industrial loan company in the manner authorized by Minnesota law, including 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 issuing of thrift certificates and thrift passbook certificates; the sale of consumer oriented financial management courses: the servicing, for any person, of loans and other extensions of credit; the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for the de novo subsidiary shall be comprised of the entire State of Minnesota for all the aforementioned proposed activities; credit-related life, accident, and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of CPFC and CHI) at Westbrook Mall Shopping Center, 5605 Xerxes Avenues North, Brooklyn Center, Minnesota, through its subsidiary, CPFC and CHI (11/30/82)

APPLICATIONS RECEIVED - Continued

## New York

Citicorp, New York, New York, requests permission to establish three de novo offices of its subsidiary, Citicorp Homeowners, Inc. ("CHI"), and to expand the activities of three existing offices of its subsidiary, Citicorp Person-to-Person Financial Center, Inc., ("CPFC"), at the same locations; the de novo offices of CHI propose to engage 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; the servicing, for any person, of loans and other extensions of credit; the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for each of the de novo offices of CHI shall be comprised of the entire State of California for all the aforementioned proposed activities; the new activities in which the offices of CPFC propose to engage de novo are: the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans, the proposed service area for each office of CPFC for the aforementioned proposed activities shall be comprised of the entire State of California; credit-related life, accident, and health insurance may be underwritten by Family Guardian Life Insurance Company, an affiliate of CPFC and CHI) at 362 West Mission Avenue, Escondido; 434 Fletcher Parkway, El Cajon; and 1400 Camino De La Reina, San Diego, all in California, through its subsidiaries, CHI and CPFC (11/30/82)

APPLICATIONS RECEIVED - Continued

New York

Citicorp, New York, New York, requests permission to establish a de novo office of its subsidiary, Citicorp Homeowners, Inc. ("CHI"), and to expand the activities of an existing office of its subsidiary, Citicorp Person-to-Person Financial Center, Inc. ("CPFC") at the same location; the activities in which the de novo office of CHI proposes to engage are (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; the servicing, for any person, of loans and other extensions of credit; the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for the de novo office of CHI shall be comprised of the entire State of Nebraska for all the aforementioned proposed activities; the new activities in which the office of CPFC proposes to engage de novo are: the servicing, for any person, of loans and other extensions of credit; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for the office of CPFC shall be comprised of the entire State of Nebraska for all the aforementioned proposed activities; credit-related life, accident, and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of CPFC and CHI) at 2945 South 132nd Avenue, Omaha, Nebraska, through its subsidiaries, CPFC and CHI (12/3/82)

New York

Citicorp, New York, New York, requests permission to establish six de novo offices of its subsidiary, Citicorp Homeowners, Inc. ("CHI"), and to expand the activities of one existing office and the activities and service areas of five existing offices of its subsidiary, Citicorp Person-to-Person Financial Center of Utah ("CPFC") at the

APPLICATIONS RECEIVED - Continued

same locations; the activities in which the de novo offices of CHI propose to engage are (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; the servicing, for any person, of loans and other extensions of credit; the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for each of the de novo offices of CHI shall be comprised of the entire State of Utah for all the aforementioned proposed activities; the new activities in which the offices of CPFC propose to engage de novo are: the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area of the Orem Office of CPFC shall be the entire State of Utah for the aforementioned proposed activities; the proposed expanded service areas of the other five offices shall be the entire State of Utah for their proposed activities and for the following previously approved 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 issuing of thrift certificates and thrift passbook certificates; the sale of consumer oriented financial management courses; and the servicing, for any person, of loans and other extensions of credit; credit-related life insurance, accident, and health insurance may be underwritten by Family Guardian Life Insurance

APPLICATIONS RECEIVED - Continued

Company, an affiliate of CPFC and CHI) at Brickyard Plaza, 1178 Brickyard Road, Salt Lake City; University Mall, Suite C-52, Orem; Valley Fair Mall, 3601 South 2700 West, West Valley City; 10 West First South, Salt Lake City; 2350 Washington Boulevard, Ogden; and Fashion Square, 195 E. 6100 South, Murray, all located in Utah, through its subsidiaries, CHI and CPFC (12/3/82)

- New York** Manufacturers Hanover Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (making, acquiring, and servicing marine loans and other extensions of credit such as could be made, acquired, or serviced by a finance company under State and Federal law) at Route #1 and Old Lincoln Highway, Trevoze, Pennsylvania, serving the entire United States and Puerto Rico, through its subsidiary, Finance One Marine, Inc. (12/1/82)
- Philadelphia** First Eastern Corp., Wilkes-Barre, Pennsylvania, notification of intent to engage in de novo activities (in the activities of underwriting, as reinsurer, credit life, health and accident insurance related to extensions of credit by Applicant's subsidiary bank, First Eastern Bank, N.A.) these activities would be performed from offices of Applicant's subsidiary in Phoenix, Arizona, and the geographic area to be served is Northeastern Pennsylvania, through its subsidiary, First Eastern Life Insurance Company, Phoenix, Arizona (12/2/82)
- Richmond** First & Merchants Corporation, Richmond, Virginia, notification of intent to engage in de novo activities (in acting as insurance agent or broker with respect to the following types of insurance: the sale of credit life, credit disability, mortgage redemption and mortgage cancellation insurance in connection with extensions of credit by First & Merchants National Bank (Bank), an wholly-owned subsidiary of the holding company, and any of Bank's subsidiaries; and the sale of vendors single interest physical damage insurance for motor vehicles, mobile homes, motor homes, boats, trailers and other kinds of personal property, or attachments designed for use in connection therewith, securing loans

APPLICATIONS RECEIVED - Continued

- and other extensions of credit by Bank) the activities covered by this proposal would be conducted through the offices of Bank and its subsidiaries serving the cities of Roanoke, Salem, Staunton, Portsmouth, Chesapeake, Virginia Beach, Danville, Colonial Heights, Hopewell, Petersburg, Bedford, Alexandria, Fairfax, Falls Church, Hampton, Poquoson, and Williamsburg, Virginia; and the counties of Roanoke, Augusta, Dinwiddie, Prince George, Chesterfield, Pittsylvania, Bedford, Campbell, Amherst, Loudoun, Prince William, York, James City, Henrico, and Hanover, Virginia, through its wholly-owned subsidiary, Security Atlantic Insurance Agency, Inc. (11/24/82)
- Atlanta** Bank South Corporation, Atlanta, Georgia, for approval to acquire 100 percent of the voting shares of Bank South Mortgage Company, Atlanta, Georgia.
- Atlanta** Community Bank of South Florida, Inc., Homestead, Florida, for approval to acquire voting shares of CBH Insurance Corporation, Homestead, Florida and Financial Processors Inc., Miami, Florida.
- Chicago** The Marine Corporation, Milwaukee, Wisconsin, notification of intent to engage in de novo activities (to operate a trust service office and to develop and administer new fiduciary relationship [trust accounts] of all types) at The First State Bank of New London, 113 N. Water Street, New London, Wisconsin, serving Waupaca County and western Outagamie County, Wisconsin, through its subsidiary, The Marine Trust Company, N.A. (11/27/82)
- Chicago** SBI Corporation, Southgate, Michigan, for approval to acquire Security Realcorp, Inc., Southgate, Michigan; United Bankers Life Insurance Company, Phoenix, Arizona; and Secure Data Corp., Troy, Michigan.
- St. Louis** South Central Bancshares, Inc., Russellville, Kentucky, for approval to engage in certain insurance agency activities, indirectly, through the acquisition of Wilbur and Salb Insurance Company, Russellville, Kentucky.
- Minneapolis** Security State Bank Shares, Polson, Montana, notification of intent to engage in de novo activities (to engage in the sale of general insurance in a town with a population not exceeding 5,000) at

APPLICATIONS RECEIVED - Continued

301 Main Street, Polson, Montana, serving the City of Polson, Montana and the surrounding rural area, through a subsidiary, Polson Insurance Agency, Inc. (11/19/82)

Dallas

Texas Commerce Bancshares, Inc., Houston, Texas, notification of intent to engage in de novo activities (performing activities that may be lawfully carried on by a trust company, in the manner authorized by Federal and New York law, including serving as trustee, providing stock transfer and registrar activities and providing agency and custodial services) at Suite 2700, 80 Broad Street, New York, New York, through a subsidiary known as Texas Commerce Trust Company of New York (11/26/82)

San  
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to continue to engage in de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company; servicing loans and other extensions of credit; and offering credit-related life insurance and credit-related accident and health insurance; credit-related property insurance will not be offered by FinanceAmerica Corporation; 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 businesses, making loans and other extensions of credit secured by real and personal property, servicing loans and other extensions of credit, and offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by FinanceAmerica Corporation; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of FinanceAmerica Corporation) in Portland Oregon, serving the entire State of Idaho, through its indirect subsidiary, FinanceAmerica Corporation (an Oregon corporation) (12/4/82)

San  
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (to engage in the activity of selling



APPLICATIONS RECEIVED - Continued

- travelers checks) at One Powell Street, San Francisco, California, serving the fifty states, the District of Columbia, the Commonwealth of Puerto Rico, the territories and dependencies of the United States, and Canada, through its direct subsidiary, BA Cheque Corporation (a Delaware corporation) (12/4/82)
- San Francisco Pacific National Bancshares, Eureka, California, notification of intent to engage in de novo activities (leasing personal property and acting as agent, broker or adviser in leasing such property) at 160 North Butte, Willows, California, serving Northern California, through its subsidiary, Pacific National Bancshares Leasing (11/17/82)
- San Francisco Rainier Bancorporation, Seattle, Washington, requests permission to establish de novo offices engaging in the following activities (general mortgage banking including, but not limited to, making or acquiring, for its own account or for the account of others, loans and other extensions of credit secured by liens on residential and non-residential real estate; servicing loans and other extensions of credit for any person; selling mortgage loans in the secondary market and offering mortgage term life insurance, accident, health and disability insurance directly related to such lending and servicing activities and credit-related property and casualty insurance) in Cupertino, Santa Maria and San Diego, California, serving the State of California, Tuscon, Arizona, serving the State of Arizona, except that property and casualty insurance activities will be limited to California, through its subsidiary, Rainier Mortgage Company (11/27/82)
- San Francisco Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (in acting as agent negotiating the purchase and sale of residential mortgages on behalf of Security Pacific Mortgage Corporation) at 2460 West 26th Avenue, Denver, Colorado; 1975 Century Boulevard, Suite 17, Atlanta, Georgia; and 16400 South Center Parkway, Suite 300, Seattle, Washington, through its subsidiary, Security Pacific Mortgage Services, Inc. (11/27/82)

APPLICATIONS RECEIVED - Continued

- San Francisco U. S. Bancorp, Portland, Oregon, notification of intent to engage in de novo activities (making, acquiring and servicing of loans and other extensions of credit, either secured or unsecured, for its own account or for the account of others, including, but not limited to, loans and other extensions of credit secured by mortgages or deeds of trust on real property; and to act as insurance agent with regard to credit life and disability insurance solely in connection with extensions of credit by Bancorp Mortgage) at 1411 "C" Street Vancouver, Washington, serving the city of Vancouver and the surrounding rural area, through its subsidiary, U. S. Bancorp Mortgage Company (12/3/82)
- 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 credit, either secured or unsecured, for its own account or for the account of others including, but not limited to, loans and other extensions of credit secured by mortgages or deeds of trust on real property; and to act as insurance agent with regard to credit life and disability insurance solely in connection with extensions of credit by Bancorp Mortgage) at West 127 Boone Avenue, Spokane, Washington, serving the city of Spokane and the surrounding rural area, through its subsidiary, U. S. Bancorp Mortgage Company (12/4/82)
- 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 credit, either secured or unsecured, for its own account or for the account of others including, but not limited to, loans and other extensions of credit secured by mortgages or deeds of trust on real property; and to act as insurance agent with regard to credit life and disability insurance solely in connection with extensions of credit by Bancorp Mortgage) at 400 108th Avenue, Bellevue, Washington, serving the city of Bellevue and the surrounding rural area, through its subsidiary, U. S. Bancorp Mortgage Company (12/4/82)

APPLICATIONS RECEIVED - Continued

San  
Francisco

Wells Fargo & Company, San Francisco, 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 other extensions of credit; servicing loans for the account of others; making full pay-out leases of personal or real property or acting as an agent, broker or advisor in leasing such property in accordance with the Board's Regulation Y) in San Francisco, California, serving commercial borrowers throughout the United States and abroad, through its subsidiary, Wells Fargo Capital Corporation (12/1/82)

San  
Francisco

Wells Fargo & Company, San Francisco, California, notification of intent to engage in de novo activities (underwriting, as reinsurer, credit life and credit disability insurance which is directly related to extensions of credit by the credit extending affiliates of Wells Fargo & Company to include the underwriting, as reinsurer, of such credit insurance directly related to such credit extensions in Maryland) at 1421 East Thomas Road, Phoenix, Arizona, through its subsidiary, Central Western Insurance Company (12/2/82)

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REPORTS RECEIVED

Proxy Statement (Special Meeting) Filed Pursuant to Section 14(a) of the Securities Exchange Act

Princeton Bank & Trust Company  
Princeton, West Virginia

\* \* \* \* \*

Tender Offer Statement Filed Pursuant to Section 13(d) of the Securities Exchange Act

The Bank of Vienna  
Vienna, Virginia  
Amendment #1

APPLICATIONS RECEIVED - Continued

PETITIONS FOR RULEMAKING

None