

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1982 No. 50)

Actions of the Board; Applications and Reports

Received During the Week Ending December 11, 1982

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

- Letters to the Chairmen of the Banking Committees regarding the exemption of Money Market Deposit Accounts from the reserve requirement phase-in provisions of the Monetary Control Act of 1980.
- New York Broad National Bancorporation, Newark, New Jersey, extension of time to February 26, 1983, within which to become a bank holding company with respect to Broad National Bank, Newark, New Jersey. 1/
- Dallas Caprock Bancshares, Inc., Shallowater, Texas, extension of time to December 25, 1982, within which to acquire Eagle Bancshares, Inc., Shallowater, Texas, and indirectly First State Bank of Shallowater, Shallowater, Texas. 1/
- Dallas Cullen/Frost Bankers, Inc., San Antonio, Texas, extension of time to March 10, 1983 within which to acquire Cullen Bank/City West, N.A., Houston, Texas. 1/
- Chicago Decorah State Bank Holding Co., Decorah, Iowa, 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 Decorah State Bank, Decorah, Iowa. 1/
- St. Louis Elliott Bancorp, Inc., Jacksonville, Illinois, extension of time to January 29, 1983, within which to become a bank holding company through the acquisition of the successor by merger to Elliott State Bank, Jacksonville, and ES Bank, Jacksonville, Illinois (a proposed interim bank). 1/

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

ACTIONS TO THE BOARD - Continued

- Atlanta F.C.B. Holding Company, Orlando, Florida, extension of time to February 5, 1983, within which to become a bank holding company through the acquisition of Florida Center Bank, Orlando, Florida. 1/
- Chicago First Alsip Bancorp, Inc., Alsip, Illinois, extension of time to December 15, 1982, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of First State Bank of Alsip, Alsip, Illinois. 1/
- Chicago FIRST LaPORTE FINANCIAL CORP., La Porte, Indiana, extension of time to February 14, 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 First National Bank and Trust Company of La Porte, La Porte, Indiana. 1/
- Dallas Grand Bancshares, Inc., Dallas, Texas, extension of time to March 25, 1983, within which to acquire Grand Bank Woodall Rodgers at Pearl, N.A., Dallas, Texas and Grand Bank Central at Fitzhugh, N.A., Dallas, Texas. 1/
- Chicago Marquette National Corporation, Chicago, Illinois, extension of time to April 6, 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 Marquette National Bank, Chicago, Illinois. 1/
- Richmond National Banc of Commerce Company, Charleston, West Virginia, extension of time to March 20, 1983, within which to become a bank holding company through the acquisition of The National Bank of Commerce of Charleston, Charleston, West Virginia. 1/
- Atlanta 7L Corporation and its subsidiary, First Florida Banks, Inc., both of Tampa, Florida, extension of time to March 6, 1983, within which to acquire Clearwater Beach Bank and Northeast Bank of Clearwater, both of Clearwater, Florida. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta State National Corp., New Iberia, Louisiana, extension of time to January 3, 1983, within which to become a bank holding company through the acquisition of the State National Bank, New Iberia, Louisiana. 1/
- Dallas United City Corporation, Plano, Texas, extension of time to March 11, 1983, within which to acquire City National Bank of Plano, Plano, Texas. 1/
- San Francisco Valencia Bancorp, Santa Ana, California, extension of time to March 1, 1983, within which to become a bank holding company through acquisition of 100 percent of the voting shares of Valencia Bank, Santa Ana, California. 1/
- St. Louis Centerre Bank of Pacific, Pacific, Missouri, an additional investment in bank premises. 1/
- Chicago Citizens Commercial & Savings Bank, Flint, Michigan, an investment in bank premises. 1/
- New York Depository Trust Company, New York, New York, additional investments in bank premises. 1/
- St. Louis Elliott State Bank, Jacksonville, Illinois, extension of time to January 29, 1983, within which to merge with ES Bank, Jacksonville, Illinois. 1/
- St. Louis Elliott State Bank, Jacksonville, Illinois, extension of time to January 29, 1983, within which to become a member of the Federal Reserve System. 1/
- Chicago Pioneer Bank, North Branch, Michigan, an investment in bank premises. 1/
- Boston Connecticut Bank and Trust Company, Hartford, Connecticut, extension of time to establish a branch on the corner of Cold Spring Road and Cromwell Avenue, Rocky Hill, Connecticut. 1/
- Richmond Union Trust Company of Maryland, Baltimore, Maryland, extension of time within which to establish a drive-in facility at 11945 Reistertown Road, Baltimore County, Maryland. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis American National Bank in St. Louis, St. Louis, Missouri, proposal to merge with American Bank in St. Louis, N.A., St. Louis, Missouri; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Bank of Louisville and Trust Company, Louisville, Kentucky, proposal to merge with BOL Bank and Trust Company, Louisville, Kentucky; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Bank of Ravenswood, Chicago, Illinois, proposal to merge with Ravenswood Interim Bank, Chicago, Illinois, under the charter and title of Bank of Ravenswood; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Citizens American Bank N.A., Green Bay, Wisconsin, proposal to merge with State Bank of Green Valley, Green Valley, Wisconsin, under the charter of Citizens American Bank N.A, and title of Citizens Bank National Association; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Cohutta Banking Company, Chatsworth, Georgia, proposed merger with Cohutta Interim Company, Inc., Chatsworth, Georgia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- St. Louis Coulterville National Bank, Coulterville, Illinois, proposal to merge with The First National Bank of Coulterville, Coulterville, Illinois; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Dale State Bank, Dale, Indiana, proposal to merge with Lincolnland Service Bank, Dale, Indiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Du Page Bank & Trust Company, Glen Ellyn, Illinois, proposal to merge with Republic Bank of Du Page, Glen Ellyn, Illinois, under the charter of Republic Bank of Du Page and title of Du Page Bank & Trust Company; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis Farmers Bank and Capital Trust Company, Frankfort, Kentucky, proposal to merge with New Farmers Bank and Capital Trust Company, Inc., Frankfort, Kentucky; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta First National Bank of Atlanta, Atlanta, Georgia, proposed merger with Citizens State Bank, Warner Robins, Georgia; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta First State Bank, Stockbridge, Georgia, proposed merger with First State Interim Corporation, Stockbridge, Georgia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Heritage Bank, Houston, Texas, proposed merger with Texas American Bank/Spring Branch, Houston; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Logansport National Bank, Logansport, Indiana, proposal to merge with The First National Bank of Logansport, Logansport, Indiana, under the charter of Logansport National Bank and title of The First National Bank of Logansport; report to the Comptroller of the Currency on competitive factors. 1/
- Boston Maine Bank, National Association, Portland, Maine, proposal to merge with Maine National Bank, Portland, Maine; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Marion National Bank of Lebanon, Lebanon, Kentucky, proposal to merge with Bank of Loretto, Loretto, Kentucky; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Merchants National Bank, Fort Smith, Arkansas, proposal to merge with Merchants Bank of Fort Smith, Fort Smith, Arkansas; 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

- Chicago Moores Hill National Bank, Lawrenceburg, Indiana, proposal to merge with The Peoples National Bank of Lawrenceburg, Indiana, under the charter of Moores Hill National Bank and title of The Peoples National Bank of Lawrenceburg; report to the Comptroller of the Currency on competitive factors. 1/
- Boston New Bradford National Bank, Bradford, Vermont, proposal to merge with The Bradford National Bank, Bradford, Vermont; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Peoples Bank of Albers, Albers, Illinois, proposal to merge with PBA Bank, Albers, Illinois; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta State Bank of the Gulf, Gulf Shores, Alabama, proposed merger with GulfBank, Gulf Shores, Alabama; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Suburban Bank, Bethesda, Maryland proposed merger with Suburban Bank/Western, Hancock, Maryland, and The Thurmont Bank, Thurmont, Maryland; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Trinity National Bank of Dallas, Dallas, Texas, proposed merger with New Trinity State Bank of Dallas, Dallas, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

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

- Approved
- Atlanta Flagship Bank of Tampa, Tampa, Florida. To establish an automated teller machine at the northwest corner of Memorial Highway and Carlyle Road, Tampa, Florida. 1/
- Chicago Wyandotte Savings Bank, Wyandotte, Michigan. To establish a branch at 2333 Biddle Avenue, Wyandotte, Michigan. 1/

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

- Approved
- Richmond The New Bank, Vienna, Virginia, to merge with The Business Bank, Vienna, Virginia. 1/
- Cleveland Peoples Liberty Bank & Trust Company, Covington, Kentucky, to merge with Plibco Bank, Inc., Covington, Kentucky. 1/

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

- Approved
- Cleveland Plibco Bank, Inc., Covington, Kentucky. 1/
- Richmond The New Bank, Vienna, Virginia. 1/

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

ACTIONS OF THE BOARD - Continued

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

Not Disapproved

- Minneapolis Citizens Bancorporation of Milaca, Inc., Milaca, Minnesota. 1/
- Kansas City Crawford State Company, Crawford, Nebraska. 1/
- San Francisco Fremont Bancorporation, Fremont, California. 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 BankAmerica International Financial Corporation, San Francisco, California: grants consent to make an additional investment, directly or indirectly, in the form of a subordinated loan, in BA Australia Limited, Sydney, Australia.

Sixty-Day Notification Period Allowed to Expire

- Dallas Texas Commerce Bancshares, Inc., Houston, Texas: no objection to make an initial investment in Texas Commerce Finance N.V., Curacao, Netherlands Antilles.

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

Withdrawn

- Chicago ABC Bancorporation, Inc., Chicago, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Austin Bank of Chicago, Chicago, Illinois.

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

ACTIONS OF THE BOARD - Continued

- Kansas City Bradshaw Ban Corp., York, Nebraska, for approval to acquire 100 percent of the voting shares of The First National Bank of Bradshaw, Bradshaw, Nebraska.
- Kansas City McCool Ban Corp., York, Nebraska, for approval to acquire 100 percent of the voting shares of The Blue River Bank, McCool Junction, Missouri.
- Kansas City Waco Ban Corp., York, Nebraska, for approval to acquire 100 percent of the voting shares of Farmers and Traders Bank, Waco, Nebraska.
- Approved
- Richmond First Citizens Bancorporation of South Carolina, Inc., Columbia, South Carolina, for approval to acquire 100 percent of the voting shares of First Citizens Bank and Trust Company, Columbia, South Carolina. 1/
- Richmond Mid-South Bancshares, Inc., Sanford, North Carolina, for approval to acquire 100 percent of the voting shares of the successor by merger to Mid-South Bank and Trust Company, Sanford, North Carolina. 1/
- Richmond United Financial Banking Companies, Inc., Vienna, Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to The Business Bank, Vienna, Virginia. 1/
- Atlanta ALABANC, Inc., Wadley, Alabama, for approval to acquire at least 80 percent of the voting shares of First Bank, Wadley, Alabama. 1/
- Chicago Monroe Bancshares, Ltd., Monroe, Iowa, for approval to acquire at least 80 percent of the voting shares of Monroe State Bank, Monroe, Iowa. 1/
- Chicago SBI Corporation, Southgate, Michigan, for approval to merge with Security Bancorp, Inc., Southgate, Michigan, and indirectly Security Bank and Trust Company, Southgate, Michigan; Security Bank of Novi, Novi, Michigan; Security Bank-Monroe County, Newport, Michigan; Security Bank of Richmond, Richmond, Michigan; Security Bank Oakland County, Lake Orion, Michigan; and Security Bank St. Clair Shores, St. Clair Shores, Michigan. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago Stonington Banc Shares, Inc., Stonington, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to Stonington Community Bank, Stonington, Illinois. 1/
- St. Louis Bancshares of Camden, Inc., Camden, Tennessee, for approval to acquire at least 80 percent of the voting shares of Bank of Camden, Camden, Tennessee. 1/
- St. Louis Exlanco, Inc., Sikeston, Missouri, for approval to acquire 100 percent of the voting shares of Security Bank of Bollinger County (formerly The Bollinger County Bank), Lutesville, Missouri. 1/
- St. Louis SVB&T Corporation, French Lick, Indiana, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Springs Valley Bank & Trust Company, French Lick, Indiana. 1/
- Minneapolis New Germany Bancshares, Inc., New Germany, Minnesota, for approval to acquire at least 86.8 percent of the voting shares of First State Bank of New Germany, New Germany, Minnesota. 1/
- Kansas City Alexandria State Company, Aurora, Nebraska, for approval to acquire 100 percent of the voting shares of State Bank of Alexandria, Alexandria, Nebraska. 1/
- Kansas City Comban Shares, Inc., Oklahoma City, Oklahoma, for approval to acquire at least 80 percent of the voting shares of Community Bank, Oklahoma City, Oklahoma. 1/
- Kansas City First Stillwater Bancshares, Inc., Stillwater, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First Union Corporation, Stillwater, Oklahoma and indirectly at least 80 percent of First National Bank and Trust Company, Stillwater, Oklahoma. 1/
- Dallas Capital Bancshares, Inc., Dallas, Texas, for approval to acquire at least 80 percent of the voting shares of Capital Bank, Dallas, Texas. 1/

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

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

- Approved
- Atlanta SouthTrust Corporation, Birmingham, Alabama, for approval to acquire at least 80 percent of the voting shares of The Midland State Bank, Midland City, Alabama. 1/
- Dallas Northshore Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Crosby, Crosby, Texas, a proposed new bank. 1/

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

- Approved
- Cleveland PNC Financial Corp, Pittsburgh, Pennsylvania, for approval of the consolidation of Pittsburgh National Corporation, Pittsburgh, Pennsylvania and Provident National Corporation, Philadelphia, Pennsylvania.

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

- Withdrawn
- 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 (12/8/82) 3/

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

ACTIONS OF THE BOARD - Continued

- Approved
- New York Skandinaviska Enskilda Banken, Stockholm, Sweden, for approval to engage *de novo* through its subsidiary, Skandinaviska Enskilda Banken Corporation, New York, New York.
- Cleveland PNC Financial Corp, Pittsburgh, Pennsylvania, for approval to acquire Kissell Company, Springfield, Ohio; Pittsburgh National Discount Corporation, Pittsburgh, Pennsylvania; PINACO, Pittsburgh, Pennsylvania; Pittsburgh National Leasing Corporation, Pittsburgh, Pennsylvania; Pittsburgh National Life Insurance Company, Pittsburgh, Pennsylvania; and Pittsburgh National Commercial Corporation, Pittsburgh, Pennsylvania.
- Chicago NBD Bancorp, Inc., Detroit, Michigan, for approval to acquire 100 percent of the voting shares of Corporate Funding, Inc., Grand Rapids, Michigan, a commercial leasing company. 1/
- Chicago SBI Corporation, Southgate, Michigan, for approval to acquire Security Realcorp, Inc., Southgate, Michigan; United Bankers Life Insurance Co., Phoenix, Arizona and SecureData Corp., Troy, Michigan. 1/
- Kansas City Alexandria State Company, Aurora, Nebraska, for approval to engage in general insurance activities through the acquisition of The Alexandria Insurance Agency, Alexandria, Nebraska. 1/
- Kansas City First Stillwater Bancshares, Inc., Stillwater, Oklahoma, for approval to acquire 100 percent of the voting shares of First Union Company, First Union Insurance Agency, Inc., and First Union Financial Services, Inc., all of Stillwater, Oklahoma. 1/
- San Francisco First Security Corporation, Salt Lake City, Utah, for approval to purchase the assets and assume the liabilities of Murray First Thrift and Loan Company, Salt Lake City, Utah and to acquire Capital Thrift and Loan Company, Salt Lake City, Utah.

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

ACTIONS OF THE BOARD - Continued

- Denied
- Kansas City Guaranty BancShares Corporation, Kansas City, Kansas, for permission to engage in the activities of consumer and commercial lending and selling credit-related insurance in connection with such loans, through its subsidiary, Guaranty Financial Services, Inc., Kansas City, Kansas.
- Delayed
- Chicago American Fletcher Corporation, Indianapolis, Indiana, notification of intent to engage in de novo activities (making or acquiring loans or other extensions of credit for personal, family or household purposes, including loans secured by home equities, purchasing consumer installment sales finance contracts and acting as agent with respect to credit life and disability insurance on borrowing customers and insurance on property taken as collateral for such loans and contracts) at 711 South Range Line Road, Carmel, Indiana, serving Hamilton County and Lawrence, Washington and Pike Townships of Marion County, Indiana, through its subsidiary, American Fletcher Financial Services, Inc. (12/8/82) 3/
- Kansas City First City Bancorp, Inc., Oklahoma City, Oklahoma, notification of intent to engage in de novo activities ((i) engage de novo in making or acquiring loans and other extensions of credit, both secured and unsecured, including commercial loans secured by a borrower's inventory, accounts receivable or other assets, consumer loans, residential and commercial construction loans, and loans secured by second real estate mortgages; and (2) to retain direct ownership of 100 percent of the voting shares of First City Bancorp Insurance Agency, Inc., and thereby continue to engage indirectly in the sale of any insurance that is directly related to an extension of credit by Applicant) at 204 North Robinson, Oklahoma City, Oklahoma and Northwest 23rd Street at Council, Oklahoma City, Oklahoma, serving the State of Oklahoma (12/10/82) 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 (to engage in certain clearing and custodian activities with respect to securities, commercial paper and similar instruments such as acting as forwarding agent, coupon paying agent and provider of trade confirmation services for securities and acting as issuing and paying agent for commercial paper and similar instruments as well as activities incident thereto such as making of call loans to securities dealers) at the Lumber Exchange Building, 10 South Fifth Street, Room 802, Minneapolis, Minnesota, serving the United States, through its subsidiary, Security Pacific Clearing & Services Corp., Inc. (12/8/82) 3/

New York

Permitted

Barclays Bank PLC and Barclays Bank International Limited, both of London, England, request permission to relocate two existing offices of their subsidiaries, Barclays American/Financial, Inc. and Barclays American/Retail Services, Inc. engaging in the following activities ((i) making direct consumer loans, including loans secured by real estate, and purchasing sales finance contracts representing extensions of credit such as would be made or acquired by a consumer finance company, and wholesale financing [floor planning] and (ii) acting as agent for the sale of related credit life, credit accident and health and credit property insurance; credit life and credit accident and health insurance sold as agent may be underwritten or reinsured by Barclays American Corporation's insurance underwriting subsidiaries) from 380 Broadway, Newburgh, New York to Route 9, 9 Mall Shopping Plaza, Wappingers Falls, New York, through their subsidiaries, BAF and BARS (12/5/82) 3/

New York

Chemical New York Corporation, New York, New York, requests permission to expand a de novo office engaging in the following activities ((i) providing data processing and data transmission services, data bases and facilities

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

ACTIONS OF THE BOARD - Continued

for the internal operations of Chemical New York Corporation, including Chemical Bank and all other Chemical New York Corporation subsidiaries; (ii) providing to other data processing and transmission services, facilities, data bases or access to such services, facilities or data bases by any technologically feasible means for financial, banking or economic data; and (iii) providing to others excess capacity and time sharing on data processing or transmission equipment or facilities, the service area of the company will be the eastern United States) at 5 Belmont Drive, Somerset, New Jersey, through its subsidiary, Chemnetwork Processing Services, Inc. (12/8/82) 3/

New York

The Hongkong and Shanghai Banking Corporation, Hong Kong, B.C.C., requests permission to establish two de novo offices engaging in the following activities (leasing and installment financing activities in accordance with Section 225.4(a)(6) of the Board's Regulation Y and to act as agent, broker or adviser for such activities; commercial financing activities, including making installment, conditional sales, and working capital loans secured by commercial and industrial equipment) at 1133 Avenue of the Americas, 43rd and 6th Avenue, New York, New York and 6151 Century Boulevard, Los Angeles, California, through its subsidiary, U. S. Concord, Inc. (12/8/82) 3/

Cleveland

Independence Bancorp, Independence, Ohio, notification of intent to engage in de novo activities (making leases of personal property [e.g., machine tool equipment, automotive equipment, computers and office equipment] in accordance with the Federal Reserve Board's Regulation Y) at 4401 Rockside Road, Independence, Ohio, through its subsidiary, Independence Equipment Leasing Company (12/11/82) 3/

Richmond

Dominion Bankshares Corporation, Roanoke, Virginia, notification of intent to engage in de novo activities (mortgage banking activities of originating residential, commercial, industrial,

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

ACTIONS OF THE BOARD - Continued

and construction loans for its own account and for sale to others, and servicing such loans for others, and the sale of credit life, credit accident and health, credit liability, mortgage redemption and mortgage accident and health insurance in connection with such mortgage loans) at 3959 Electric Road, S.W., Roanoke, Virginia, through its subsidiary, Dominion Bank Shares Mortgage Corporation (12/11/82) 3/

- Chicago Town Financial Corporation, Hartford City, Indiana, notification of intent to engage in de novo activities (making or acquiring loans and other extensions of credit such as would be made by a consumer finance company, the discount of retail and installment notes or contracts, and acting as agent for the sale of life, accident and health insurance directly related to its extension of credit) at 52303 Emmons Road, South Bend, Indiana, the geographic scope to be served will include South Bend, Indiana and that area within a 20-mile radius and Cass County, Michigan, through its subsidiary, Town Finance Company, Inc. (12/10/82) 3/
- Minneapolis First Bank System, Inc., Minneapolis, Minnesota, notification of intent to engage in de novo activities (in underwriting credit life insurance and credit accident and health insurance which is directly related to extensions of credit by subsidiaries of First Bank System, Inc.) at Suite 646, 234 North Central Avenue, Phoenix, Arizona, serving the Phoenix, Arizona metropolitan area, through its subsidiary, First Bank System Life Insurance Company (12/9/82) 3/
- Dallas RepublicBank Corporation, Dallas, Texas, notification of intent to expand de novo activities (making and acquiring, for its own account or for the account of others, loans and other extensions of credit such as would be made by a mortgage company; and servicing loans and other extensions of credit for others) in Dallas, Texas and Lubbock, Texas, the proposed expanded service area for the conduct of these activities will be the State of Texas, through its subsidiary, Republic National Mortgage Corporation of Texas (12/9/82) 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

Valley Capital Corporation, Las Vegas, Nevada, notification of intent to engage in de novo activities (in underwriting and reinsuring credit life insurance and credit accident and health insurance which is directly related to the extensions of credit by the bank holding company system) in Phoenix, Arizona, through its subsidiary, Valley Capital Life Insurance Company (12/11/82) 3/

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

APPLICATIONS RECEIVED

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

- New York United Jersey Bank, Hackensack, New Jersey. To establish two offsite electronic facility offices at the following locations: 288 North Broad Street, Elizabeth, New Jersey; 3140 Princeton Pike, Lawrence Township, New Jersey. 2/

- Philadelphia United Jersey Bank/Southwest, Camden, New Jersey. To establish offsite electronic facilities at the following locations: 420 Kinderkamack Road, Oradell, New Jersey; Broadway & Livingston Street, Norwood, New Jersey; 597 Passaic Avenue West Caldwell, New Jersey; 288 North Broad Street, Elizabeth, New Jersey; 3140 Princeton Pike, Lawrence Township, New Jersey. 2/

- Richmond Bank of Virginia, Richmond, Virginia. To establish a customer-bank communication terminal at the intersection of State Route 3 and Greengate Road, Fredericksburg, Virginia. 2/

- Atlanta First Georgia Bank, Atlanta, Georgia. To establish a branch located at 3475 Lenox Road, N.E., Atlanta, Georgia. 2/

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

- New York United Counties Trust Company, Elizabeth, New Jersey, to merge with Kenilworth State Bank, Kenilworth, New Jersey. 2/

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

APPLICATIONS RECEIVED - Continued

Applications and Notifications for International
Investments and Other Actions Pursuant to Sections
25 and 25(a) of the Federal Reserve Act and Sections
4(c)(9) and 4(c)(13) of the Bank Holding Company
Act of 1956, as amended

- New York Morgan Guaranty International Finance Corporation,
New York, New York: prior notification of its
intent to acquire, directly or indirectly, a
29 percent interest in a de novo leasing com-
pany, Computer Systems Leasing, Ltd., Tokyo,
Japan.
- Cleveland Mellon National Corporation, Pittsburgh, Pennsyl-
vania, for approval to acquire Girard Zurich A.G.,
Zurich, 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

- New York Ballston Spa Bancorp, Inc., Ballston Spa, New
York, for approval to acquire at least 80
percent of the voting shares of Ballston Spa
National Bank, Ballston Spa, New York. 2/
- New York Ultra Bancorporation, Bridgewater, New Jersey,
for approval to acquire 100 percent of the
voting shares of First National Bank of
Central Jersey, Bridgewater, New Jersey. 2/
- Philadelphia Union Bancorp of Du Bois, Pennsylvania, Inc.,
Du Bois, Pennsylvania, for approval to acquire
100 percent of the voting shares of The Union
Banking & Trust Company, Du Bois, Pennsylvania. 2/
- Richmond First Fidelity Bancorp, Inc., Fairmont, West
Virginia, for approval to acquire 100 percent
of the voting shares of First National Bank
in Fairmont, Fairmont, West Virginia. 2/
- Atlanta FNB Banking Company, Griffin, Georgia, for approval
to acquire 100 percent of the voting shares of
First National Bank of Griffin, Griffin, Georgia. 2/

2/ Applicant 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

- Chicago Financial Concepts Bancorp, Inc., Green Bay, Wisconsin, for approval to acquire at least 96.52 percent of the voting shares of University Bank, Green Bay, Wisconsin. 2/
- Chicago Lake Country Holding Co., Inc., Hartland, Wisconsin, for approval to acquire at least 80 percent or more of the voting shares of State Bank of Hartland, Hartland, Wisconsin. 2/
- St. Louis Exlanco, Inc., Sikeston, Missouri, for approval to acquire 100 percent of the voting shares of Security Bank of Bollinger County (formerly The Bollinger County Bank), Lutesville, Missouri. 2/
- St. Louis United Bancorp of Princeton, Inc., Princeton, Kentucky, for approval to acquire 100 percent of the voting shares of the successor by merger to Farmers Bank and Trust Company, Princeton, Kentucky. 2/
- Minneapolis Augustana College Association, Sioux Falls, South Dakota, for approval to acquire at least 87.40 percent of the voting shares of State Bank of Hendricks, Hendricks, Minnesota. 2/
- Minneapolis Duke Financial Group, Inc., St. Paul, Minnesota, for approval to acquire at least 87.46 percent of the voting shares of State Bank of New Prague, New Prague, Minnesota. 2/
- Minneapolis Starbuck Bancshares, Inc., Starbuck, Minnesota, for approval to acquire 82.5 percent of the voting shares of The First National Bank of Starbuck, Starbuck, Minnesota. 2/
- Kansas City Bassett Investment Co., Bassett, Nebraska, for approval to acquire at least 83.8 percent of the voting shares of Commercial Bank, Bassett, Nebraska. 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 Charter Bancshares, Inc., Oklahoma City, Oklahoma, for approval to acquire 100 percent of the voting shares of Charter National Bank, Oklahoma City, Oklahoma, a proposed new bank. 2/
- Kansas City Evco, Inc., Casper, Wyoming, for approval to acquire 100 percent of the voting shares of First National Bank in Evanston, Evanston, Wyoming. 2/
- Kansas City Farmers State Investment Co., Dodge, Nebraska, for approval to acquire at least 89.59 percent of the voting shares of Farmers State Bank, Dodge, Nebraska. 2/
- Kansas City Metro Bancshares, Inc., Broken Arrow, Oklahoma, for approval to acquire 100 percent of the voting shares of Metro Bank of Broken Arrow, Broken Arrow, Oklahoma. 2/
- Dallas Hugo Bankshares, Inc., Hugo, Oklahoma, for approval to acquire at least 88 percent of the voting shares of Security First National Bank of Hugo, Hugo, Oklahoma. 2/
- Dallas Plains Bancorp, Inc., Dimmitt, Texas, for approval to acquire at least 80 percent or more of the voting shares of First State Bancorp, Inc., Dimmitt, Texas and indirectly 90.22 percent of The First State Bank of Dimmitt, Dimmitt, Texas. 2/
- Dallas Security Shares, Inc., Abilene, Texas, for approval to acquire at least 80 percent of the voting shares of Security State Bank, Abilene, Texas. 2/
- San Francisco DeAnza Bancorp, Sunnyvale, California, for approval to acquire 100 percent of the voting shares of DeAnza Bank, Sunnyvale, California. 2/
- San Francisco Frontier Group Incorporated, Buena Park, California, for approval to acquire 100 percent of the voting shares of Frontier Bank, N.A., Buena Park, California, a proposed new bank. 2/

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

APPLICATIONS RECEIVED - Continued

San Francisco Mid City Bancorp, Los Angeles, California, for approval to acquire 100 percent of the voting shares of Mid City Bank, 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

St. Louis Gravois Bancorp., Inc., St. Louis, Missouri, for approval to acquire 100 percent of the voting shares of Mehlville Bank, St. Louis, Missouri. 2/

Kansas City American Bank Corporation, Denver, Colorado, for approval to acquire at least 99.9 percent of the voting shares of First Wyoming Bank, N.A. - Laramie, Laramie, Wyoming. 2/

Kansas City American Bank Corporation, Denver, Colorado, for approval to acquire 100 percent of the voting shares of American National Bank of Rock Springs, Rock Springs, Wyoming, a proposed new bank. 2/

Dallas Allied Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Citizens National Bank of Beaumont, Beaumont, Texas. 2/

Dallas RepublicBank Corporation, Dallas, Texas, for approval to acquire 100 percent of the voting shares of Texas National Bank of Midland, Midland, Texas. 2/

Dallas Southwest Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of State National Bank, Odessa, Texas, Odessa, Texas. 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)(5) of the Bank Holding Company Act of 1956

Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, for approval to merge with The Girard Company, Bala-Cynwyd, Pennsylvania and indirectly acquire Girard Bank Delaware, Dover, Delaware and Girard Bank, Bala-Cynwyd, Pennsylvania. 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 Bankers Trust New York Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (making or acquiring loans or other extensions of credit such as would be made by a commercial finance company, including commercial loans secured by a borrower's accounts receivable, inventory or other assets; purchasing or acquiring accounts receivable and making advances thereon as would be done by a factor; servicing such loans or accounts for others; and acquiring and selling participations in such obligations) at 2121 San Jacinto Street, Dallas, Texas, through its subsidiary, BT Commercial Corporation (12/9/82)

New York Barclays Bank PLC and Barclays Bank International Limited, both of London, England, request permission to establish a de novo office of their subsidiary 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

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

insurance; credit life and credit accident and health insurance sold as agent may be underwritten or reinsured by BarclaysAmerican-Corporation's insurance underwriting subsidiaries) at 2679 Regency Road, Lexington, Kentucky, serving customers in Lexington and surrounding areas in Kentucky, through their subsidiary, Barclays-American/Financial of Kentucky, Inc. (12/9/82)

New York Citicorp, New York, New York, for approval to engage through a joint venture subsidiary, Harrison Credit Group, Inc., Harrison, New York, in commercial lending, lease financing, and loan servicing activities pertaining to farm equipment manufactured by the Sperry New Holland Division of Sperry Corporation, New York, New York.

New York Citicorp, New York, New York, requests permission to expand the activities and service area of an existing office (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; in addition, the office proposes to broaden its previously approved activities to include the extension of loans for the financing of inventory [floor planning] and working capital purposes and the purchasing and servicing for its own account of sales finance contracts with regard to all types of dealers and all types of consumer installment paper; the proposed expanded service area for all the aforementioned activities shall be comprised of the entire States of Kentucky, West Virginia, Indiana and Tennessee; credit-related life, accident, and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of Citicorp Acceptance Company, Inc.) at 4480 Breckenridge Lane, The Watterson College Bldg., 1st Floor, Suite 120, Louisville, Kentucky, through its subsidiary, Citicorp Acceptance Company, Inc. (12/9/82)

New York Key Banks Inc., Albany, New York, requests permission to establish a de novo office engaging in the following activities (performing or carrying on any one or more of the functions or activities that may be performed or carried on by a trust

APPLICATIONS RECEIVED - Continued

company [including activities of a fiduciary, agency, or custodian nature], in the manner authorized by Federal or State law, so long as the institution does not make loans or investments or accept deposits other than (i) deposits that are generated from trust funds not currently invested and are properly secured to the extent required by law, or (ii) deposits representing funds received for a special use in the capacity of managing agent or custodian for an owner of, or investor in, real property, securities, or other personal property, or for such owner or investor as agent or custodian of funds held for investment or escrow agent, or for an issuer of, or broker or dealer in securities, in a capacity such as paying agent, dividend disbursing agent, or securities clearing agent, and not employed by or for the account of the customer in the manner of a general purpose checking account or bearing interest, or (iii) making of call loans to securities dealers or purchase of money market instruments such as certificates of deposit, commercial paper, government or municipal securities, and bankers acceptances [such authorized loans and investments, however, may not be used as a method of channeling funds to non-banking affiliates of the trust company]] at 110 Wisteria Avenue, Orlando, Florida, serving the Tampa-Orlando area of Florida, through its subsidiary, Key Trust Company of Florida N.A. (12/7/82)

New York

Societe Generale, Paris, France, requests permission to establish a de novo office engaging in the following activities (making or acquiring for its own account or for the account of others, commercial loans and other extensions of credit; and leasing personal or real property or acting as agent, broker or advisor in leasing such property and servicing such leases, subject to all the qualifications specified in 12 C.F.R. 225.4(a)(6)(a) and (b), where the leases serve as the functional equivalent of an extension of credit to the lessee of the property) at Crocker Center, One Montgomery West Tower, 16th Floor, San Francisco, California, through its subsidiary, Sogelease Corporation (12/8/82)

APPLICATIONS RECEIVED - Continued

- Philadelphia Univest Corporation of Pennsylvania, Souderton, Pennsylvania, notification of intent to engage in de novo activities (acting as investment or financial advisors and providing portfolio investment advice, financial advice and performing activities which a trust department of a national bank could perform and to have all powers necessary and incident thereto) at 14 Main Street, Souderton, Pennsylvania, serving Pennsylvania, New Jersey, Delaware, Florida, Maryland and Virginia, through its subsidiary, Univest Financial Planning Corporation (12/7/82)
- Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, for approval to acquire 100 percent of the voting shares of Girard Leasing Corporation, Bala-Cynwyd, Pennsylvania; Girard Services, Inc., Philadelphia, Pennsylvania; and GIRACO Life Insurance Company, Phoenix, Arizona.
- Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, for approval to acquire 100 percent of the voting shares of Mortgage and Trust, Inc., Houston, Texas, and Caroline Realty, Inc., Houston, Texas.
- Richmond Union Trust Bancorp, Baltimore, Maryland, notification of intent to engage in de novo activities (making installment loans to individuals for personal, family or household purposes; purchasing sales finance contracts executed in connection with the sale of personal, family or household goods or services; acting as agent in the sale of credit life and credit accident and health insurance directly related to its extensions of credit; acting as agent in the sale of insurance protecting collateral held against the extensions of credit; and making mortgage loans secured in whole or in part by mortgages or other liens on real estate) 2320 East North Street, North Executive Plaza, Suite 00, Greenville, South Carolina, through its subsidiary, Landmark Financial Services, Inc. (12/6/82)
- Atlanta Southeast Banking Corporation, Miami, Florida, notification of intent to engage in de novo activities (in origination of servicing of loans and other extensions of credit secured by real estate mortgages; the activities would include preparing applications for loans, assembling credit information and solicitation

APPLICATIONS RECEIVED - Continued

- of loan business) at 601 State Road A1A, Ponte Vedra Beach, St. Johns County, Florida, serving St. Johns County and portions of Duval County which are in close proximity to office, through its subsidiary, Southeast Mortgage Company (12/10/82)
- Minneapolis Keewatin Bancorporation, Inc., Keewatin, Minnesota, for approval to acquire 100 percent of the voting shares of First National Insurance Agency, Keewatin, Minnesota, conducting general insurance activities in a town of less than 5,000 population.
- Minneapolis Starbuck Bancshares, Inc., Starbuck, Minnesota, for approval to acquire Olson Insurance Agency of Starbuck, Starbuck, Minnesota, a general insurance agency operating in a community with a population not exceeding 5,000.
- Kansas City First National of Nebraska, Inc., Omaha, Nebraska, notification of intent to engage in de novo activities (in operating an industrial loan and investment company as authorized by Nebraska law, including issuing certificates of indebtedness and making and acquiring loans and other extensions of credit such as would be made by an industrial loan and investment company) at 76th and Cass Streets, Omaha, Nebraska; 108th and Q Streets, Omaha, Nebraska; 24th and Vinton Streets, Omaha, Nebraska and 3205 North 90th Street, Omaha, Nebraska, serving the City of Omaha and Douglas County, through its subsidiary, First of Omaha Savings Co. (12/6/82)
- San Francisco First Security Corporation, Salt Lake City, Utah, for approval to purchase the assets and assume the liabilities of Murray First Thrift and Loan Company, Salt Lake City, Utah and to acquire Capitol Thrift and Loan Company, Salt Lake City, Utah.
- San Francisco Alaska Pacific Bancorporation, Anchorage, Alaska, notification of intent to engage in de novo activities (in the activities of soliciting, originating, making, acquiring, and selling real estate mortgage loans and other extensions of credit secured by interests in real estate for its own account and for sale to other lenders and investors and the servicing of these and other

APPLICATIONS RECEIVED - Continued

loans for itself and other lenders and investors) at 101 West Benson Blvd. and at 524 West Fourth Avenue, Anchorage, Alaska, serving the states of Alaska and Washington, through its subsidiary, Alaska Pacific Mortgage Company (12/7/82)

San Francisco

Rainier Bancorporation, Seattle, Washington, notification of intent to engage in de novo activities (in the activities of making equity and debt investments in corporations or projects designed primarily to promote community welfare, such as the economic rehabilitation and development of low-income areas) in Seattle, Washington, serving the entire state of Washington, through its subsidiary, Rainier Community Service Corporation (12/9/82)

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REPORTS RECEIVED

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

The Bank of Green
Ruckersville, Virginia
(Filed by Clingman L. Snow)

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PETITIONS FOR RULEMAKING

None