

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1983 No. 2)

Actions of the Board; Applications and Reports
Received During the Week Ending January 8, 1983

<u>APPLICABLE RESERVE BANK</u>	<u>ACTIONS OF THE BOARD</u>
Kansas City	Commerce Bancshares, Inc., Kansas City, Missouri, extension of time to April 14, 1983, in which to acquire Commerce Bank of Lee's Summit, N.A., Lee's Summit, Missouri. <u>1/</u>
Dallas	ExTraCo Bankshares Inc., Temple, Texas, extension of time to February 5, 1983, within which to acquire First National Bank of Temple-South, Temple, Texas. <u>1/</u>
Dallas	First Bancshares of Texas, Inc., Tyler, Texas, extension of time to March 31, 1983, within which to acquire Tyler National Bank, Tyler, Texas. <u>1/</u>
San Francisco	SDNB Financial Corp, San Diego, California, extension of time to May 1, 1983, within which to become a bank holding company through the acquisition of San Diego National Bank, San Diego, California. <u>1/</u>
New York	Consolidado International Bank, New York, New York, extension of time to June 30, 1983, within which to open its branch located at 9 W. 57th Street, New York, New York. <u>1/</u>
Atlanta	Parker Bank and Trust Company, Cullman, Alabama, extension of time to July 29, 1983, within which to open its North office. <u>1/</u>
Philadelphia	Union Trust Company of Wildwood, Wildwood, New Jersey, an additional investment in bank premises. <u>1/</u>
Boston	Termination of registration under Regulation G for Family Funding Inc., Cambridge, Massachusetts. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

- New York BNB, National Association, Bath, New York, proposal to merge with The Bath National Bank, Bath, New York; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Farmers National Bank of Shelbyville, Shelbyville, Indiana, to merge with Farmco National Bank, Shelbyville, Indiana, under the charter of Farmco National Bank and title of The Farmers National Bank in Shelbyville; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Frances Slocum Bank and Trust Company, Wabash, Indiana, proposal to merge with Wabash Service Bank, North Manchester, Indiana, under the charter of Wabash Service Bank and title of Frances Slocum Bank and Trust Company; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- St. Louis Granite City Trust and Savings Bank, Granite City, Illinois, proposal to merge with GCT Bank, Granite City, Illinois; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San
Francisco Kitsap County Bank, Port Orchard, Washington, proposal to acquire certain assets and assume deposit liabilities of the Poulsbo branch of Prudential Mutual Savings Bank, Seattle, Washington, under the charter and title of the former; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Lexington State Bank, Lexington, North Carolina, proposed merger with The New Lexington State Bank, Lexington, North Carolina; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Merchants State Bank, Dallas, Texas, proposed merger with New Merchants State Bank, Dallas, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Outagamie Bank, Appleton, Wisconsin, proposal to merge with State Street Bank, Appleton, Wisconsin, under the charter and title of The Outagamie Bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

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

- 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 and 3140 Princeton Pike, Lawrence Township, New Jersey. 1/
- Philadelphia Union Trust Company of Wildwood, Wildwood, New Jersey. To establish a branch office at 32nd Street and Dune Drive, Avalon, New Jersey. 1/
- Cleveland The Dollar Savings and Trust Company, Youngstown, Ohio. To establish a branch at 1044 Belmont Avenue, Youngstown, Ohio. 1/
- San Francisco First Interstate Bank of California, Los Angeles, California. To establish a branch office in the vicinity of the intersection of Lake Murray Boulevard and Lake Park Way, City of La Mesa, 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 1978Not Disapproved

- Kansas City Burlington Bancshares, Inc., Burlington, Colorado. 1/
- Kansas City Greenhorn Valley Bank, Colorado City, Colorado. 1/
- Kansas City Kansas Bankshares, Inc., Shawnee Mission, Kansas. 1/

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

ACTIONS OF THE BOARD - 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

Approved

- New York Bangkok Bank Limited, Bangkok, Thailand: entered into an agreement that Bangkok Bank would limit the deposit-taking activities of a Federal branch in New York, New York (outside of its home state, Los Angeles, California). 1/
- New York Morgan Guaranty International Finance Corporation, New York, New York: grants consent to acquire directly or indirectly, a 29 percent interest in a de novo leasing company, Computer Systems Leasing, Ltd., Tokyo, Japan.
- Atlanta Banco Latino International, Miami, Florida: granted permission to commence business as a corporation under the provisions of Section 25(a) of the Federal Reserve Act. 1/

Sixty-Day Notification Period Waived

- San Francisco Bank of America NT & SA, San Francisco, California: no objection to acquire 49.9 percent of the equity of Hanmie Bank, Seoul, Korea, a de novo commercial bank.

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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

- Atlanta Grupo Financiero del Estado, S.A., Bogota, Colombia and Banco del Estado Holding Company, Inc., Atlanta, Georgia, for approval to acquire at least 82.20 percent of the voting shares of The First National Bank of DeKalb County, Decatur, Georgia.

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

ACTIONS OF THE BOARD - Continued

- Approved
- Boston Maine National Corp., Portland, Maine, for approval to acquire 100 percent of the voting shares of Maine National Bank, Portland, Maine. 1/
- Atlanta Union Bancshares, Incorporated, Marksville, Louisiana, for approval to acquire at least 80 percent of the voting shares of The Union Bank, Marksville, Louisiana. 1/
- Chicago MWA Bancorporation, Estherville, Iowa, for approval to acquire at least 80 percent of the voting shares of the Emmet County State Bank, Estherville, Iowa and First Bank and Trust, Spirit Lake, Iowa. 1/
- Chicago Valley Financial Services, Inc., South Elgin, Illinois, for approval to acquire at least 80 percent of the voting shares of The Valley Bank and Trust Company, South Elgin, Illinois. 1/
- St. Louis Security Capital Corporation, Batesville, Mississippi, for approval to acquire at least 80 percent of the voting shares of the successor by merger to Batesville Security Bank, Batesville, Mississippi. 1/
- St. Louis WEST FRANKFORT COMMUNITY BANCSHARES, INC., Frankfort, Illinois, for approval to acquire at least 90.092 percent of the voting shares of First Community Bank of West Frankfort, West Frankfort, Illinois. 1/
- Minneapolis First Sharon Holding Company, Inc., Sharon, North Dakota, for approval to acquire 94.62 percent of the voting shares of First State Bank of Sharon, Sharon, North Dakota. 1/
- Minneapolis Hutchinson Bancorp, Inc., Minneapolis, Minnesota, for approval to acquire 100 percent of the voting shares of The First National Bank of Hutchinson, Hutchinson, Minnesota. 1/
- Kansas City Granada Bankshares, Inc., Granada, Colorado, for approval to acquire at least 88 percent of the voting shares of The American State Bank, Granada, Colorado. 1/

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

ACTIONS OF THE BOARD - Continued

- Kansas City Northwest Missouri Bancshares, Inc., Craig, Missouri, for approval to acquire 100 percent of the voting shares of Bank of Craig Bancshares, Inc., Craig, Missouri, and indirectly acquire 96.75 percent of Bank of Craig, Craig, Missouri. 1/
- Dallas Statewide Bancshares Corporation, Cedar Hill, Texas, for approval to acquire at least 88 percent of the voting shares of First Bank & Trust Company, Cedar Hill, Texas. 1/
- San Francisco Carmel Bancorporation, Carmel, California, for approval to acquire 100 percent of the voting shares of the successor by merger to National Bank of Carmel, Carmel, California. 1/
- San Francisco Continental Bancorp, Fresno, California, for approval to acquire 100 percent of the voting shares of the successor by merger to Continental National Bank, Fresno, California. 1/
- San Francisco INB Bancorp, Covina, California, for approval to acquire 100 percent of the voting shares of Independence National Bank, Covina, California, a proposed new bank. 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 National Vermont Corporation, Springfield, Vermont, for approval to acquire 100 percent of the voting shares of The Bradford National Bank, Bradford, Vermont. 1/
- Cleveland First National Cincinnati Corporation, Cincinnati, Ohio, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of Farmers and Traders Bank of Hillsboro, Hillsboro, Ohio. 1/

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

ACTIONS OF THE BOARD - Continued

- Richmond The Maybaco Company, Baltimore, Maryland, for approval to acquire through its subsidiary, Equitable Bancorporation, Baltimore, Maryland indirectly all of the shares of Equitable Bank of Delaware, National Association, Dover, Delaware. 1/
- Chicago Hawkeye Bancorporation, Des Moines, Iowa, for approval to acquire 100 percent of the voting shares of Onawa State Bank, Onawa, Iowa. 1/
- Dallas Coastal Bend Bancshares, Inc., Robstown, Texas, for approval to acquire 53.9 percent of the voting shares of Coastal Bend National Bank, Corpus Christi, Texas. 1/
- Dallas National Bancshares Corporation of Texas, San Antonio, Texas, for approval to acquire 100 percent of the voting shares of Southwest State Bank, Corpus Christi, Texas. 1/
- San Francisco Washington Community Bancshares, Inc., Tacoma, Washington, for approval to acquire 100 percent of the voting shares of Tumwater State Bank, Tumwater, Washington. 1/

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

- Withdrawn
- New York Citicorp, New York, New York, requests permission to expand the activities of 4 existing offices (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 12400 I-45 & Greens Rd., Houston, Texas; 5501 LBJ Freeway, Dallas, Texas; 5360 Fredericksberg Rd., San Antonio, Texas; 6620 Harwin Drive, Houston, Texas, through its subsidiary, Citicorp Homeowners, Inc. (Delaware) (1/3/83) 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 - ContinuedApprovedSan
Francisco

BankAmerica Corporation, San Francisco, California, for approval to acquire 100 percent of the voting shares of The Charles Schwab Corporation, San Francisco, California, a company that engages in retail discount securities brokerage, extending margin loans, and other incidental activities. 1/

Reactivated

New York

Deutsche Bank AG, Frankfurt, West Germany, requests permission to continue to operate an office engaging in the following activities ((A) provide dealers of affiliates of Daimler-Benz AG in the United States and Canada with wholesale financing in the form of loans to finance dealers inventories secured by such inventories and (B) provide customers of affiliates of Daimler-Benz AG in the United States and Canada and their dealers with retail financing consisting of purchases by the company from such affiliates and their dealers of retail installment obligations undertaken by the customer in respect of equipment purchased by the customer, of purchases of lease receivables and dealer rental receivables in respect of the equipment leased by the customer and of full payout leasing of products of such affiliates and such dealers; in connection therewith, the company makes available, solely as authorized agent, credit life, accident and physical damage insurance) at 4545 Fuller Drive, Suite 328, P.O. Box 5225, Irving, Texas, through its subsidiary, Freightliner Credit Corporation (1/7/83) 3/

Richmond

South Carolina National Corporation, Columbia, South Carolina, notification of intent to engage in de novo activities (making or acquiring loans or other extensions of credit for its own account such as would be made by a consumer finance company; servicing loans and other extensions of credit for the account of others; and offering credit life and credit accident and health, and property insurance directly related to its extensions of credit) at 121 Carolina Avenue, Hartsville, South Carolina, through its subsidiary, Provident Financial Corporation (1/4/83) 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

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. (1/6/83) 3/

New York

Permitted

Chemical New York Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (generating and servicing loans and other extensions of credit; making or acquiring consumer loans; acquiring installment contracts from retail sellers covering the time sales of goods and related services; making or acquiring loans and other extensions of credit to businesses including but not limited to, inventory financing; making available to its debtors credit-related life and accident and health insurance directly related to such lending activities to the extent permissible under applicable State laws and regulations, the service area of this office will be the State of California) at 3330 Clayton Road, Concord, California, through its subsidiary, Sunamerica Corporation (1/7/83) 3/

New York

Citicorp, New York, New York, requests permission to establish four de novo offices of its subsidiary, Citicorp Homeowners, Inc., ("CHI"), and to expand activities and service areas of four existing offices of its subsidiary, Citicorp Person-to-Person Financial, Center, Inc., ("CPFC") at the same locations; the activities in which the de novo offices of CHI propose 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

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

ACTIONS OF THE BOARD - Continued

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 Oregon 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 shall be comprised of the entire State of Oregon for the aforementioned proposed activities and a portion of CPFC's previously approved activities, specifically, the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the sale of credit-related life and accident and health or decreasing or level [in the case of single payment loans] term life insurance by licensed agents or brokers, as required; the sale of consumer oriented financial management courses; and the servicing, for any person, of loans and other extensions of credit; credit-related life, accident, and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of CPFC and CHI) at 11521 N.E. 122nd Street, Portland, Oregon; 831 Lancaster Drive, N.E., Salem, Oregon; Columbia Square Office Building, 111 S.W. Columbia, Portland, Oregon; and 11505 S.W. Pacific Highway, Portland, Oregon, through its subsidiaries, CHI and CPFC (1/2/83) 3/

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

ACTIONS OF THE BOARD - Continued

New York

Citicorp, New York, New York, requests permission to establish two de novo offices of its subsidiaries, Citicorp Homeowners, Inc. ("CHI"), and Citicorp Person-to-Person Financial Center of Utah ("CPFC") 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 or 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 and CPFC shall be comprised of the entire State of Utah 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 CHI and CPFC) at 3828 South Main, Salt Lake City, Utah, through its subsidiaries, CHI and CPFC (1/2/83) 3/

New York

Citicorp, New York, New York, requests permission to expand the activities of an existing office of its subsidiary, Citicorp Acceptance Company, Inc., 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

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

ACTIONS OF THE BOARD - Continued

activities of the extension of loans to mobile home dealers for the financing of inventory [floor planning] and working capital purposes and the purchasing and servicing for its own account of sales finance contracts relating to 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 the aforementioned activities shall be comprised of the entire States of North Carolina and South Carolina, at 2045 University Parkway, Republic Square, Suite 101, Winston/Salem, North Carolina, through its subsidiary, Citicorp Acceptance Company, Inc. (1/2/83) 3/

New York

Citicorp, New York, New York, requests permission to expand the services of two existing offices of its subsidiaries, Citicorp Homeowners, Inc. ("CHI") and Citicorp Person-to-Person Financial Center, Inc. ("CPFC") engaging in the following activities (previously approved for both offices: 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) at 8133 Leesburg Pike, Vienna, Virginia, the proposed expanded service area shall be the entire State of Pennsylvania, through its subsidiaries, CHI and CPFC (1/2/83) 3/

New York

Deutsche Bank, AG, Frankfurt, West Germany, requests permission to continue to operate an office engaging in the following activities ((A) provide dealers of affiliates of Daimler-Benz AG in the United States and Canada with wholesale financing in the form of loans to finance dealers inventories secured by such inventories and (B) provide customers of affiliates of Daimler-Benz AG in the United States and Canada and their dealers with retail financing consisting of purchases by the company from such affiliates and their dealers of retail installment obligations undertaken by the customer in respect of equipment purchased by the customer, of purchases of lease receivables and dealer rental receivables in respect of the equipment leased by the customer and of full payout leasing of products of such affiliates and such

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

ACTIONS OF THE BOARD - Continued

dealers; in connection therewith, the company makes available, solely as authorized agent, credit life, accident and physical damage insurance) at 4545 Fuller Drive, Suite 328, P.O. Box 5225, Irving, Texas, through its subsidiary, Freightliner Credit Corporation (1/7/83) 3/

New York

First National State Bancorporation, Newark, New Jersey, requests permission to establish a trust company and to engage in the following activities (performance and carrying on of any one or more of the functions or activities that may be performed or carried on by a national trust company in a manner authorized by applicable federal and state law) at 150 East Palmetto Park Road, Boca Raton, Florida, through its subsidiary, First National State Trust Company (1/2/83) 3/

New York

Horizon Bancorp, Morristown, New Jersey, requests permission to establish a de novo office to engage in the following activities (making or acquiring, for its own account or for the account of others, loans and other extensions of credit including issuing letters of credit and accepting drafts such as would be made, for example, by a mortgage, finance, credit card or factoring company; and leasing personal property or acting as broker or advisor in leasing such property provided such leases meet the criteria of Section 225.4(a)(6) of Regulation Y) at Suite 7613, 76 Perimeter Center East, Atlanta, Georgia, through its subsidiary, Horizon Creditcorp (1/2/83) 3/

Richmond

South Carolina National Corporation, Columbia, South Carolina, notification of intent to engage in de novo activities (making or acquiring loans or other extensions of credit for its own account such as would be made by a consumer finance company, servicing loans and other extensions of credit for the account of others; and offering credit life and credit accident and health, and property insurance directly related to its extensions of credit) at 121 Carolina Avenue, Hartsville, South Carolina, through its subsidiary, Provident Financial Corporation (1/4/83) 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

- 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. (1/7/83) 3/
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (in the activities of consumer and commercial finance, and the sale of credit-related insurance) at Salem Plaza, 1111 North Salem Drive, Schaumburg, Illinois, which office will serve Schaumburg, Illinois, other nearby suburbs of Chicago, Illinois, through its subsidiary, Dial Finance Company of Illinois (1/4/83) 3/
- 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 301 Main Street, Polson, Montana, serving the City of Polson, Montana and the surrounding rural area, through a subsidiary, Polson Insurance Agency, Inc. (1/4/83) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company; servicing loans and other extensions of credit; and offering credit-related life insurance and credit-related accident and health insurance; credit-related property insurance will not be offered by either corporation in the State of Michigan; such activities will include, but not be limited to, making consumer installment

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

ACTIONS OF THE BOARD - Continued

loans, purchasing installment sales finance contracts, making loans and other extensions of credit to small businesses, making loans secured by real and personal property, and offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by both FinanceAmerica Credit Corporation and FinanceAmerica Corporation, to the extent permitted by Michigan law; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of both FinanceAmerica Credit Corporation and FinanceAmerica Corporation) in Battle Creek, Grand Rapids, Flushing, Jackson, Kalamazoo, Lansing, Livonia and Troy, Michigan, serving the entire State of Michigan, through its indirect subsidiary, FinanceAmerica Credit Corporation (a Delaware corporation) and FinanceAmerica Corporation (a Michigan corporation) (1/8/83) 3/

San
Francisco

Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (making or acquiring for its own account or for the account of others, loans and extensions of credit, including making consumer installment personal loans, purchasing consumer installment sales finance contracts, making loans to small businesses and other extensions of credit such as would be made by a factoring company or a consumer finance company, and acting as broker or agent for the sale of credit life and credit accident and health insurance) in Birmingham, Alabama, serving the State of Alabama; Charlotte and Raleigh, North Carolina, serving the State of North Carolina and Charleston and Columbia, South Carolina, serving the State of South Carolina, through its subsidiary, Security Pacific Finance Corp. (1/7/83) 3/

San
Francisco

U. S. Bancorp, Portland, Oregon, notification of intent to engage in de novo activities (making, acquiring and servicing of loans and other extensions of credit, either secured or unsecured, for its own account or for the account of others, including but not limited to, commercial, consumer loans; installment sales contracts and other forms of

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

ACTIONS OF THE BOARD - Continued

receivables; issuing passbook and investment certificates; making investments as permitted by Colorado Revised Statutes 11-22-101 to 11-22-517; and acting as insurance agent with regard to credit life and disability insurance solely in connection with extensions of credit by Ft. Collins Industrial) at Fort Collins U. S. Industrial Bank, 760 Whalers Way, Fort Collins, Colorado, through Fort Collins U. S. Industrial Bank, a wholly-owned subsidiary of U. S. Bancorp Financial, Inc. (1/8/83) 3/

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

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

- New York United Jersey Bank, Hackensack, New Jersey. To establish an offsite electronic facility at the following locations: Commerce Center Office of United Jersey Bank/Southwest, Haddonfield Road & Chapel Avenue, Cherry Hill, New Jersey; Plainsboro Office of First National Bank of Princeton, 656 Plainsboro Road, Plainsboro, New Jersey. 2/
- Richmond First Virginia Bank, Falls Church, Virginia. To establish a branch at South Lakes/Village Center, 11100 South Lakes Drive, Reston, Fairfax County, Virginia. 2/
- Atlanta Bank Independent, Sheffield, Alabama. To establish a branch office located at 300 Cox Creek Parkway, Florence, Alabama. 2/
- Atlanta Flagship Bank of Tampa, Tampa, Florida. To establish a branch office located northwest of the intersection of Casey Road and Gunn Highway, 4507 Gunn Highway, Tampa, Florida. 2/
- Atlanta Bank Independent, Sheffield, Alabama. To establish a branch located at 105 North Main Street, Cherokee, Alabama. 2/
- Chicago Michigan Bank - Port Huron, Port Huron, Michigan. To establish a branch at 2314 Pine Grove, Port Huron, Michigan. 2/
- Chicago Michigan Bank - Port Huron, Port Huron, Michigan. To establish a branch at 6690 S. River Road, Marine City, Michigan. 2/
- Dallas The First State Bank, Abilene, Texas. To establish an offsite electronic facility at 2181 Hickory, Abilene, Texas. 2/
- Dallas Citizens Bank and Trust Company of Baytown, Texas, Baytown, Texas. To establish an offsite electronic facility to Baytown, Texas. 2/

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

APPLICATIONS RECEIVED - Continued

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 Marine Midland Overseas Corporation, New York, New York: prior notice to directly acquire a 100 percent equity interest in a de novo investment advisory company, Marine Midland (C.I.) Limited, Jersey, Channel Islands, and for MMCI to directly acquire a 100 percent equity interest in a de novo advisory services company, MMB Advisory (Jersey) Limited, Jersey, Channel Islands, and a de novo mutual fund, Intercurrency Fund Limited, Monaco, Channel Islands.
- Chicago First Chicago International Finance Corporation, Chicago, Illinois: prior notification of its intent to make an additional investment in its wholly-owned subsidiary, The First National Bank of Chicago (C.I.), Limited, St. Peters Port, Guernsey.

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

- Philadelphia Newco, Philadelphia, Pennsylvania, for approval to acquire Philadelphia National Corporation, Philadelphia, Pennsylvania and indirectly acquire Philadelphia National Bank, Ardmore, Pennsylvania and The Philadelphia Bank (Delaware), Wilmington, Delaware. 2/
- Cleveland First Financial Bancorp, Monroe, Ohio, for approval to acquire the voting shares of First National Bank of Southwestern Ohio, Monroe, Ohio, and The Citizens Commercial Bank & Trust Company, Celina, Ohio. 2/

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

APPLICATIONS RECEIVED - Continued

- Atlanta Bartow Bancshares, Inc., Cartersville, Georgia, for approval to acquire at least 80 percent of the voting shares of Bartow County Bank, Cartersville, Georgia. 2/
- Atlanta CCB Bancshares, Inc., Hahira, Georgia, for approval to acquire 100 percent of the voting shares of Citizens Bank of Hahira, Hahira, Georgia. 2/
- Atlanta Gueydan Bancshares, Inc., Gueydan, Louisiana, for approval to acquire at least 80 percent of the voting shares of Bank of Gueydan, Gueydan, Louisiana. 2/
- Chicago Intercity Bancorporation, Inc., Schofield, Wisconsin, for approval to acquire at least 95.6 percent or more of the voting shares of Intercity State Bank, Schofield, Wisconsin. 2/
- Chicago Naperville Financial Corporation, Naperville, Illinois, for approval to acquire at least 80 percent or more of the voting shares of The Naperville National Bank and Trust Company, Naperville, Illinois, Naperville, Illinois. 2/
- Chicago SOUTH CENTRAL BANCORP, Edinburg, Indiana, for approval to acquire at least 80 percent of the voting shares (less directors' qualifying shares) of successor by merger to The Edinburg State Bank, Edinburg, Indiana. 2/
- Chicago Terre Haute First Corporation, Terre Haute, Indiana, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of successor by merger to Terre Haute First National Bank, Terre Haute, Indiana. 2/
- St. Louis First Financial Services, Inc., Brownsville, Tennessee, for approval to acquire 100 percent of the voting shares of the successor by merger to The First State Bank of Brownsville, Brownsville, Tennessee. 2/
- Minneapolis Dewco Agency, Inc., Timber Lake, South Dakota, for approval to acquire 100 percent of the voting shares of Dewey County Bank, Timber Lake, South Dakota. 2/

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

APPLICATIONS RECEIVED - Continued

- Minneapolis McCook Bancshares, Inc., Salem, South Dakota, for approval to acquire at least 80 percent of the voting shares of The McCook County National Bank of Salem, Salem, South Dakota. 2/
- Minneapolis Stephen Bancshares, Inc., Stephen, Minnesota, for approval to acquire at least 99 percent of the voting shares of Farmers State Bank of Stephen, Stephen, Minnesota. 2/
- Kansas City Derby Financial Corporation, Wichita, Kansas, for approval to acquire at least 96.7 percent of the voting shares of Derby Bancshares, Inc. and indirectly First National Bank of Derby, both of Derby, Kansas. 2/
- Kansas City First Independent Bancorp, Inc., Chickasha, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First National Bank and Trust Company, Chickasha, Oklahoma. 2/
- Kansas City Garden Banc Shares, Inc., Hutchinson, Kansas, for approval to acquire 100 percent of the voting shares of The Fourth Bank of Garden City, N.A., Garden City, Kansas, a proposed new bank. 2/
- Kansas City Lafayette County Bancshares, Inc., Lexington, Missouri, for approval to acquire at least 82.67 percent of the voting shares of Lafayette County Bank of Lexington/ Wellington, Wellington, Missouri. 2/
- Dallas Amarillo Western Bancshares, Inc., Amarillo, Texas, for approval to acquire at least 80 percent of the voting shares of Western National Bank, Amarillo, Texas. 2/
- Dallas First Commonwealth Bancshares, Inc., Bellaire, Texas, for approval to acquire at least 80 percent of the voting shares of The Commonwealth Bank, Bellaire, Texas. 2/

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

APPLICATIONS RECEIVED - Continued

- Dallas Lincoln Bancshares, Inc., Ruston, Louisiana, for approval to acquire at least 80 percent of the voting shares of Lincoln Bank & Trust Company, Ruston, Louisiana. 2/
- Dallas Nichols Bancshares, Inc., Kenedy, Texas, for approval to acquire 100 percent of the voting shares of First Nichols National Bank of Kenedy, Kenedy, Texas. 2/
- Dallas Texas First Financial Corporation, San Augustine, Texas, for approval to acquire 80 percent of the voting shares of San Augustine Bancshares, Inc., San Augustine, Texas and indirectly Commercial State Bank, San Augustine, Texas. 2/
- Dallas Texas Gulf Coast Bancshares, Inc., Bay City, Texas, for approval to acquire 100 percent of the voting shares of Bay City Bank & Trust Co., Bay City, Texas. 2/
- San Francisco Capital Bancorp, Downey, California, for approval to acquire 100 percent of the voting shares of Capital Bank, Downey, California. 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

- Philadelphia National Central Financial Corporation, Lancaster, Pennsylvania, for approval to acquire Philadelphia National Corporation, Philadelphia, Pennsylvania and indirectly acquire Philadelphia National Bank, Ardmore, Pennsylvania and The Philadelphia Bank (Delaware), Wilmington, Delaware. 2/
- Cleveland Interstate Financial Corporation, Dayton, Ohio, for approval to acquire 100 percent of the voting shares of The Waynesville National Bank, Waynesville, Ohio. 2/

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

APPLICATIONS RECEIVED - Continued

- Cleveland Northwest Pennsylvania Corp., Oil City, Pennsylvania, for approval to acquire 100 percent of the voting shares of Union Bank & Trust Co., Erie, Erie, Pennsylvania. 2/
- Chicago First Illinois Corporation, Evanston, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of successor by merger to Northwest Trust & Savings Bank, Arlington Heights, Illinois. 2/
- Kansas City Arkansas Valley Banc Shares, Inc.; Northwest Kansas Banc Shares, Inc.; Santa Fe Trail Banc Shares, Inc. and Southwest Kansas Banc Shares, Inc., Hutchinson, Kansas, for approval to acquire 16.67 percent each of Garden Banc Shares, Inc., Hutchinson, Kansas and indirectly The Fourth Bank of Garden City, N.A., Garden City, Kansas, a proposed new bank. 2/
- Kansas City Chisholm Trail Financial Corporation, Wichita, Kansas, for approval to acquire at least 24.9 percent of the voting shares of Derby Financial Corporation, Wichita, Kansas. 2/
- Kansas City Republic Bancshares of Missouri, Inc., Kansas City, Missouri, for approval to acquire at least 90 percent of the voting shares of St. James Bank, St. James, Missouri. 2/
- Dallas First City Bancorporation of Texas, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of First City Bank-MOPAC, N.A., Austin, Texas, 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)(5) of the Bank Holding Company Act of 1956

Philadelphia Fidelcor, Inc., Rosemont, Pennsylvania, for approval to acquire 100 percent of the voting shares of Southeast National Bancshares of Pennsylvania, Inc., Malvern, Pennsylvania, and indirectly Southeast National Bank of Pennsylvania, East Whiteland, 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

Boston Fleet Financial Group, Inc., Providence, Rhode Island, notification of intent to engage in de novo activities ((i) the origination, sale and servicing of residential mortgage loans, commercial mortgage loans and loans secured by junior liens on residential real estate and (ii) the sale of credit life and credit accident and health insurance directly related to extensions of credit) at 14 Commerce Drive, Cranford, New Jersey, serving the State of New Jersey, through its direct subsidiary, Fleet Mortgage Corp. (formerly Mortgage Associates, Inc.) (1/7/83)

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 (lease financing of personal property by means of leases that meet the standards of Section 225.4(a)(6) of Regulation Y) at 500 Fifth Avenue, New York, New York, through its subsidiary, Barclays-American/Leasing, Inc. (1/5/83)

New York Barclays Bank PLC and Barclays Bank International, Ltd., both of London, England, request permission to relocate an existing office engaging in the following activities ((I) in 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

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

[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 BAC's insurance underwriting subsidiaries) from 8201 S.W. Barbur Boulevard, Portland, Oregon to 4800 S.W. Griffith Drive, Beaverton, Oregon, through its subsidiary, BarclaysAmerican/Financial, Inc. (1/4/83)

New York

Chemical New York Corporation, New York, New York, requests permission to relocate an existing office engaging in the following activities (to continue to engage in the previously approved activities of making direct loans, purchasing installment sales finance contracts, and acting as agent or broker for the sale of life, accident and health, and property and casualty insurance directly related to such extensions of credit) from 897 Peters Creek Parkway, Winston-Salem, North Carolina to 175 Charlois Boulevard, Winston-Salem, North Carolina, through its subsidiary, Sunamerica Financial Corporation (1/3/83)

New York

Citicorp, New York, New York, requests permission to expand the activities 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; 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 purposes and the purchasing and servicing for its own account of sales finance contracts relating to 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 the aforementioned activities shall be comprised of the entire States of Michigan, Indiana and Ohio) at 17117 West Nine Mile Road, North Park Plaza, Suite 709, Southfield, Michigan, through its subsidiary, Citicorp Acceptance Company, Inc. (Delaware) (1/4/83)

APPLICATIONS RECEIVED - Continued

New York

Citicorp, New York, New York, requests permission to establish two de novo offices engaging in the following activities (the making or acquiring of loans and other extensions of credit, secured or unsecured for consumer and other purposes; the sale of credit-related life and accident and health or decreasing or level [in the case of single payment loans] term life insurance by licensed agents or brokers, as required; the sale of consumer oriented financial management courses; 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 de novo office of Citicorp Person-to-Person Financial Center, Inc. proposes to engage in operating as an office of 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 office of Citicorp Person-to-Person Financial Center, Inc. and the de novo office of Citicorp Homeowners, Inc. shall be comprised of the entire State of Minnesota for all aforementioned proposed activities) at Burnsville District Center, Aldrich Avenue and County Road 42, Burnsville, Minnesota, through its subsidiaries, Citicorp Homeowners, Inc. and Citicorp Person-to-Person Financial Center, Inc. (1/4/83)

APPLICATIONS RECEIVED - Continued

New York

Citicorp, New York, New York, requests permission to establish two de novo offices engaging in the following activities (the activities in which the de novo office of Citicorp Homeowners, Inc. 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 de novo office of Citicorp Person-to-Person Financial Center, Inc. proposes to engage in operating as an office of 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 office of Citicorp Person-to-Person Financial Center, Inc. and the de novo office of Citicorp Homeowners, Inc. shall be comprised of the entire State of Minnesota for all aforementioned proposed activities) at Ridge Square North Shopping Center, 12977 Ridge-dale Drive, Minnetonka, Minnesota, through its subsidiaries, Citicorp Homeowners, Inc. and Citicorp Person-to-Person Financial Center, Inc. (1/4/83)

APPLICATIONS RECEIVED - Continued

New York

Citicorp, New York, New York, requests permission to establish a de novo office and to expand the activities and service area of an existing office engaging in the following activities (to expand the activities service area of an existing subsidiary, Citicorp Person-to-Person Industrial Bank, located in Fort Collins, Colorado, and to establish a de novo office of Citicorp Homeowners, Inc. at the same Fort Collins, Colorado location; the activities in which the de novo office of Citicorp Homeowners, Inc. proposes to engage are: 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 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 Citicorp Homeowners, Inc. shall be com-prised of the entire State of Colorado for all the aforementioned proposed activities; the new activities in which Citicorp Person-to-Person Industrial Bank proposes 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 shall be the entire State of Colorado for the aforementioned proposed activities, and for the following activities previously approved for Citicorp Person-to-Person Industrial Bank: the operating as an industrial loan company in the manner authorized by Colorado law, including 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]

APPLICATIONS RECEIVED - Continued

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; 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) at 3050 South College Avenue, Fort Collins, Colorado, through its subsidiaries, Citicorp Homeowners, Inc. and Citicorp Person-to-Person Industrial Bank (1/4/83)

- New York** Manufacturers Hanover Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (in making or 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 any such loans and other extensions of credit for any person) at 17000 Preston Road, Dallas, Texas, through its subsidiary, Manufacturers Hanover Mortgage Corporation (1/6/83)
- Philadelphia** National Central Financial Corporation, Lancaster, Pennsylvania, for approval to acquire indirectly The Colonial Group of Companies, Signal Financial Corporation, Congress Financial Corporation, 20 percent of the voting shares of Charter Atlantic Corporation, and PNB Commercial Finance Corporation.
- Philadelphia** Newco, Philadelphia, Pennsylvania, for approval to acquire indirectly The Colonial Group of Companies, Signal Financial Corporation, Congress Financial Corporation, 20 percent of the voting shares of Charter Atlantic Corporation, and PNB Commercial Finance Corporation.
- Cleveland** Mellon National Corporation, Pittsburgh, Pennsylvania, requests permission to expand the activity listed below to include clients located throughout the United States and overseas engaging in the following activities (to engage in commercial lending including accounts receivable and inventory financing, and permissible personal property leasing, including acting as agent, broker, or adviser in leasing such property; Mellon Financial Services Corporation will derive business from, and solicit business

APPLICATIONS RECEIVED - Continued

- throughout, the United States and from possible clients overseas) at 1415 West 22nd Street, Oak Brook, Illinois, through its subsidiary, Mellon Financial Services Corporation (12/31/82)
- Richmond Equitable Bancorporation, Baltimore, Maryland and The Maybaco Company, Baltimore, Maryland, for approval to acquire at least 49 percent of the shares of voting common stock and 65.3 percent of the shares of non-voting preferred stock of ABG Associates, Inc., Baltimore, Maryland.
- Atlanta Barnett Banks of Florida, Inc., Jacksonville, Florida (in offering from additional offices, check verification services, including authorizing subscribing merchants to accept certain personal purchase money checks and obligating Verifications, Inc. to purchase properly verified checks which are subsequently dishonored) in Durham, North Carolina; Greensboro, North Carolina; Winston-Salem, North Carolina; Greensboro, North Carolina; Winston-Salem, North Carolina; Charleston, South Carolina and Greenville, South Carolina, as well as from existing offices of Verifications, Inc. in North and South Carolina and would be offered throughout the States of North and South Carolina, through its subsidiary, Verifications, Inc. (12/31/82)
- 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 1033 Jackson Street, Columbus, Indiana, the geographic area to be served will be Bartholomew County, Indiana, through its subsidiary, American Fletcher Financial Services, Inc. (12/21/82)
- Minneapolis Dewco Agency, Inc., Timber Lake, South Dakota, for approval to engage in general insurance activities with Dewco Agency, Inc., Timber Lake, South Dakota.

APPLICATIONS RECEIVED - Continued

- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities ((1) making or acquiring loans or other extensions of credit such as would be acquired by a commercial finance company, (2) servicing loans for others, and (3) leasing personal and real property) through the acquisition of Lease Northwest, Inc., Minneapolis, Minnesota (1/4/83)
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, ((1) making or acquiring loans or other extensions of credit such as would be acquired by a commercial finance company, (2) servicing loans for others, and (3) leasing personal and real property) through the acquisition of NW Financial Services, Inc., Minneapolis, Minnesota (1/4/83)
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company; 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 the above-named corporation; such activities will include, but not be limited to, making loans and other extensions of credit to businesses, purchasing installment sales finance contracts, making loans secured by real and personal property, and offering credit-related life insurance and credit-related accident and health insurance; directly related to extensions of credit made or acquired by FinanceAmerica Mortgage Services Company; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of FinanceAmerica Mortgage Services Company) at 7611 Little River Turnpike, Annandale, Virginia, serving the entire state of Virginia and the District of Columbia, through its subsidiary, FinanceAmerica Mortgage Services Company (a Virginia corporation) (1/6/83)

APPLICATIONS RECEIVED - Continued

San
Francisco

BankAmerica Corporation, San Francisco, California,
notification of intent to engage in de novo
activities (in the activity of selling travelers
checks; such activity will include, but not be
limited to, processing customer claims for refunds
for lost or stolen travelers checks) in London,
England, having a worldwide geographic service
area, through its subsidiary, BA Cheque Corporation
(a Delaware corporation) (12/31/82)

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REPORTS RECEIVED

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

United Counties Trust Co.
Elizabeth, New Jersey

* * * * *

PETITIONS FOR RULEMAKING

None.

