

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1983 No. 4)

Actions of the Board; Applications and Reports

Received During the Week Ending January 22, 1983

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Regulation K, the Board proposed for public comment draft regulations to implement the Bank Export Services Act authorizing investments in export trading companies by bank holding companies and certain other banking organizations; the Board asked for comment by March 14 (Docket No. R-0445).

Chicago First Trust & Savings Bank of Kankakee, Kankakee, Illinois, prepayment of a capital note.

Taylor, William, Deputy Director, Division of Banking Supervision and Regulation, promotion announced.

Simpson, Thomas D., Assistant Director, Division of Research and Statistics, appointment announced.

Lepper, Susan J., Assistant Director, Division of Research and Statistics, appointment announced.

Struble, Frederick M., Deputy Associate Director, Division of Research and Statistics, promotion announced.

Lindsey, David E., Deputy Associate Director, Division of Research and Statistics, promotion announced.

San Francisco BankAmerica Corporation, San Francisco, California, extension of time to April 14, 1984, within which to dispose of the shares of the Florida companies acquired in satisfaction of a debt previously contracted. 1/

Dallas First City Bancorporation of Texas, Inc., Houston, Texas, extension of time to April 28, 1983, within which to acquire First City Bank - West Belt, N.A., Houston, Texas. 1/

1/ Application processed on behalf of the Board of Governors under

ACTIONS OF THE BOARD - Continued

- Dallas First State Bancshares of Yoakum, Inc., Yoakum, Texas, extension of time to April 29, 1983, within which to acquire First State Bank, Yoakum, Texas. 1/
- San Harbor Bancorp, Long Beach, California, extension of
Francisco time to April 25, 1983, within which to become a bank holding company through the acquisition of all the voting shares of Harbor Bank, Long Beach, California. 1/
- Dallas Humble Bancshares, Inc., Humble, Texas, extension of time to April 19, 1983, within which to acquire Humble National Bank, Humble, Texas. 1/
- Dallas Southwest Bancshares, Inc., Houston, Texas, extension of time to March 5, 1983, within which to acquire Haltom City State Bank, Haltom City, Texas. 1/
- Dallas Summit Bancshares, Inc., Fort Worth, Texas, extension of time to February 11, 1983, within which to acquire Alta Mesa National Bank, Fort Worth, Texas. 1/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, extension of time to April 15, 1983, within which to acquire and open for business Texas Commerce Bank-Northcross, National Association, Austin, Texas. 1/
- Richmond Stonewall Jackson Bank and Trust Company, Mount Jackson, Virginia, extension of time to November 13, 1983, within which to establish a branch in New Market, Virginia. 1/
- San Valley Bank of Nevada, Las Vegas, Nevada, extension of
Francisco time to September 26, 1983, within which to establish a branch in Laughlin, Nevada. 1/
- Chicago Isabella Bank and Trust, Mount Pleasant, Michigan, an investment in bank premises. 1/
- Chicago Security Trust and Savings Bank, Shenandoah, Iowa, an investment in bank premises. 1/

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

ACTIONS OF THE BOARD - Continued

- San Francisco Bank of Iron County, Parowan, Utah, proposed merger with First Security Bank of Utah, N.A., Ogden, Utah, under the charter and title of the latter; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Philadelphia Farmers Bank and Trust Company of Hanover, Hanover, Pennsylvania, proposal to merge with the First National Bank of Fairfield, Fairfield, Pennsylvania, under the charter and with the title of Farmers Bank and Trust Company of Hanover; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Gwinnett County Bank, Snellville, Georgia, proposed merger with Heritage Bank, Alpharetta, Georgia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco Lincoln Bank, Lincoln City, Oregon, proposed merger with The Oregon Bank, Portland, Oregon, under the charter and title of the latter; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas PHB National Bank, Richardson, Texas, proposed merger with promenade National Bank, Richardson, Texas; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Sun First National Bank of De Funiak Springs, De Funiak Springs, Florida, proposed merger with First National Bank of De Funiak Springs, De Funiak Springs, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Philadelphia Trenton Savings Fund Society, Trenton, New Jersey, proposed merger with Burlington Savings Bank, Burlington, New Jersey, under the charter of The Trenton Savings Fund Society and with the title Burlington Savings 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 First State Bank, Canisteo, New York. To establish a branch at the southeast corner of the intersection of NYS Route 36 and East Avenue Extension, Town of Hornellsville, New York. 1/

Cleveland Ohio Citizens Bank, Toledo, Ohio. To establish a branch at 100 West South Boundary Road, Perrysburg, Ohio. 1/

Cleveland The Provident Bank, Cincinnati, Ohio. To establish a branch at Montgomery Road & Landen Drive, Deerfield Township, Ohio. 1/

Cleveland Somerset Trust Company, Somerset, Pennsylvania. To establish a remote service facility branch at Seven Springs Resort, R.D. #1, Champion, Pennsylvania. 1/

Chicago Comerica Bank-Detroit, Michigan. To establish an off-site electronic facility at 14111 Gratiot, Detroit, Michigan. 1/

Chicago Isabella Bank and Trust, Mount Pleasant, Michigan. To establish a branch at 1418 E. Pickard, Mount Pleasant, Michigan. 1/

Dallas The First State Bank, Abilene, Texas. To establish and use an offsite electronic facility in Abilene. 1/

Dallas Citizens Bank and Trust Company of Baytown, Texas, Baytown, Texas. To establish and use two off-site electronic facilities in Baytown, Texas. 1/

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

Richmond The Allegheny Bank, Lewisburg, West Virginia. 1/

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

ACTIONS OF THE BOARD - ContinuedTo Merge Pursuant to Section 18(c) of the
Federal Deposit Insurance ActApproval

Richmond The Allegheny Bank, Lewisburg, West Virginia, to
merge with Greenbrier Valley Bank, Lewisburg,
West Virginia. 1/

New York United Counties Trust Company, Elizabeth, New
Jersey, to merge with Kenilworth State Bank,
Kenilworth, New Jersey. 1/

New York United Jersey Bank Hackensack, New Jersey, to merge
with United Jersey Bank/North, Montvale, New
Jersey. 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

Minneapolis Northwestern National Bank of Minneapolis, Minneapolis,
Minnesota: grants consent to convert the Miami
branch of applicant's subsidiary, Northwest Inter-
national Bank, to a separate Edge Act corporation.

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

New York Valbanque Corporation, Hato Rey, Puerto Rico and
N.Y. Banco Holdings, Ltd., Wilmington, Delaware,
for approval to acquire at least 25 percent of the
voting shares of The First Women's Bank, New York,
New York.

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

ACTIONS OF THE BOARD - Continued

- Approved
- 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. 1/
- 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. 1/
- Philadelphia Union Bancorp of DuBois, Pennsylvania, Inc., DuBois, Pennsylvania, for approval to acquire 100 percent of the voting shares of The Union Banking & Trust Company of DuBois, Pennsylvania. 1/
- Richmond Allegheny Bankshares Corporation, Lewisburg, West Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to Greenbrier Valley Bank, Lewisburg, West Virginia. 1/
- Atlanta Banzano International, N.V., Curacao, Netherlands Antilles; Banzano, B.V., Amsterdam, Netherlands; Miami National Bancorp, Coral Gables, Florida, for approval to acquire at least 84.5 percent of the voting shares of Miami National Bank, Miami, Florida. 1/
- Atlanta First Gonzales Bancshares, Inc., Gonzales, Louisiana, for approval to acquire at least 80 percent of the voting shares of First Gonzales Corporation, Gonzales, Louisiana and indirectly 98.7 percent of the voting shares of First National Bank of Gonzales, Gonzales, Louisiana. 1/
- Atlanta FNB Banking Company, Griffin, Georgia, for approval to acquire 100 percent of the voting shares of First National Bank of Griffin, Griffin, Georgia. 1/
- Chicago Arthur Bancshares Corp., Arthur, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of State Bank of Arthur, Arthur, Illinois.
- 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. 1/

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

ACTIONS OF THE BOARD - Continued

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. <u>1/</u>
Chicago	Tanco, Ltd., Guttenberg, Iowa, for approval to acquire at least 80 percent or more of the voting shares of Security State Bank, Guttenberg, Iowa. <u>1/</u>
St. Louis	First Fordyce Bancshares, Inc., Fordyce, Arkansas, for approval to acquire 100 percent of the voting shares of the successor by merger to The First National Bank of Fordyce, Fordyce, Arkansas. <u>1/</u>
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. <u>1/</u>
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. <u>1/</u>
Minneapolis	South Dakota Bancorp., Inc., Minneapolis, Minnesota, for approval to acquire at least 96 percent of the voting shares of Big Stone State Bank, Big Stone City, South Dakota; at least 81.52 percent of Farmers and Merchants Bank of Huron, Huron, South Dakota and at least 98.67 percent of Dakota State Bank, Milbank, South Dakota. <u>1/</u>
Kansas City	Coffeyville Bancshares, Inc., Wichita, Kansas, for approval to acquire 100 percent of the voting shares of The First National Bank of Coffeyville, Coffeyville, Kansas.
Kansas City	Evco, Inc., Casper, Wyoming, for approval to acquire 100 percent of the voting shares of First National Bank in Evanston, Evanston, Wyoming. <u>1/</u>
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. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

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. 1/

San Francisco California City Bancorp, Orange, California, for approval to acquire 100 percent of the voting shares of California City Bank, N.A., Orange, California, a proposed new bank.

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. 1/

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. 1/

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

Withdrawn

Cleveland AmeriTrust Corporation, Cleveland, Ohio, for approval to acquire 100 percent of the voting shares of The Southern Ohio Bank, Cincinnati, Ohio. 1/

Approved

Cleveland Society Corporation, Cleveland, Ohio, for approval to acquire at least 80 percent of the voting shares of The Wakeman Bank Company, Wakeman, Ohio. 1/

Atlanta Ellis Banking Corporation, Bradenton, Florida, for approval to acquire 100 percent of the voting shares of First Commercial Bank of Live Oak, Live Oak, Florida.

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

ACTIONS OF THE BOARD - Continued

- Atlanta Southeast Banking Corporation, Miami, Florida, for approval to acquire from Florida National Banks of Florida, Inc., Boca Raton, Florida 80 percent or more of the voting shares of Florida National Bank of Lee County, Cape Coral; Florida National Bank of the Florida Keys, Key West; Florida National Bank of Bartow, Bartow; Florida National Bank at Chipley, Chipley; Florida National Bank of Madison County, Madison; Florida National Bank of Belle Glade, Belle Glade; and Florida National Bank at Perry, Perry; all in Florida.
- Chicago Northern Trust Corporation, Chicago, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of NORTHERN TRUST BANK OF FLORIDA/PALM BEACH NATIONAL ASSOCIATION, Palm Beach, Florida, a proposed new bank. 1/
- Chicago Northern Trust Corporation, Chicago, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of Northern Trust Bank of Florida/Naples National association, Naples, Florida, a proposed new bank. 1/
- Minneapolis Dakota Company, Inc., Minneapolis, Minnesota, for approval to acquire at least 53.5 percent of the voting shares of South Dakota Bancorp, Inc., Minneapolis, Minnesota. 1/
- 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. 1/
- 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. 1/
- Kansas City Fourth Financial Corporation, Wichita, Kansas, for approval to acquire 24.98 percent of the voting shares and 100 percent of the preferred stock of Coffeyville Bancshares, Inc., Wichita, Kansas and indirectly acquire The First National Bank of Coffeyville, Coffeyville, Kansas.

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

ACTIONS OF THE BOARD - Continued

- Kansas City Union Bancorporation, Inc., Oklahoma City, Oklahoma,
for approval to acquire an additional 2.4 percent
of the voting shares of United Oklahoma Bankshares,
Inc., Oklahoma City, Oklahoma. 1/
- Dallas RepublicBank Corporation, Dallas, Texas, for approval
to acquire 100 percent of the voting shares of
Texas National Bank of Midland, Midland, Texas. 1/
- Dallas Southwest Bancshares, Inc., Houston, Texas, for
approval to acquire 100 percent of the voting shares
of State National Bank, Odessa, Texas, Odessa,
Texas. 1/
- Dallas Victoria Bankshares, Inc., Victoria, Texas, for approval
to acquire 100 percent of the voting shares of Bank
of Commerce, Point Comfort, Texas. 1/

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

- Boston The Conifer Group Inc., Worcester, Massachusetts, for
approval to merge with Essex Bancorp, Inc., Peabody,
Massachusetts and indirectly with Essexbank, Peabody,
Massachusetts. 1/
- St. Louis First Arkansas Bankstock Corporation, Little Rock,
Arkansas, for approval to acquire at least 9 percent
of the voting shares of Pope County Bankshares, Inc.,
Russellville, Arkansas, and indirectly at least 80
percent of Peoples Bank & Trust Company, Russellville,
Arizona. 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
4(c)(8) of the Bank Holding Company Act of 1956

- Atlanta** Approved
Bank South Corporation, Atlanta, Georgia, for approval to acquire Bank South Mortgage Company, Atlanta, Georgia, a company that engages in the business of generating marketable permanent mortgage loans and interim loans for sale to investors with retention of servicing. 1/
- Atlanta** Southeast Banking Corporation, Miami, Florida, for approval to acquire mortgage servicing rights from Florida National's mortgage banking subsidiary, Charter Mortgage Company.
- San Francisco** Reactivated
BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (to engage in credit-related property insurance) at 755 Two Mile Parkway, Goodlettsville, Tennessee, serving the States of Tennessee and Kentucky as well as two existing offices located in Chattanooga, Tennessee, serving the States of Tennessee and Alabama and Memphis, Tennessee, serving the States of Tennessee and Kentucky, through its indirect subsidiary, FinanceAmerica Credit Corporation (a Delaware corporation) (1/14/83) 3/
- New York** Permitted
Citicorp, New York, New York, requests permission to establish a de novo office of its subsidiary, Citicorp Homeowners, Inc. ("CHI"), and to expand the activities of an existing office of its subsidiary, Citicorp Person-to-Person Financial Center, Inc. ("CPFC") at the same location; the activities in which the de novo office of CHI proposes to engage are (the making or acquiring of loans and other extensions of credit, secured or unsecured for consumer and other purposes; the sale of credit-related life and accident and health or decreasing or level [in the case of single payment loans] term life

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

insurance by licensed agents or brokers, as required; the sale of consumer oriented financial management courses; the servicing, for any person, of loans and other extensions of credit; the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for the de novo office of CHI shall be comprised of the entire State of Nebraska for all the aforementioned proposed activities; the new activities in which the office of CPFC proposes to engage de novo are: the servicing, for any person, of loans and other extensions of credit; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for the office of CPFC shall be comprised of the entire State of Nebraska for all the aforementioned proposed activities; credit-related life, accident, and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of CPFC and CHI) at 2945 South 132nd Avenue, Omaha, Nebraska, through its subsidiaries, CPFC and CHI (1/16/83) 3/

New York

Citicorp, New York, New York, requests permission to establish six de novo offices of its subsidiary, Citicorp Homeowners, Inc. ("CHI"), and to expand the activities of one existing office and the activities and service areas of five existing offices of its subsidiary, Citicorp Person-to-Person Financial Center of Utah ("CPFC") at the same locations; the activities in which the de novo offices of CHI propose to engage are (the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the sale of credit-related life and accident and health or decreasing or level [in the case of single payment loans] term life insurance by licensed agents or brokers, as required; the sale of consumer oriented financial management courses;

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

ACTIONS OF THE BOARD - Continued

the servicing, for any person, of loans and other extensions of credit; the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area for each of the de novo offices of CHI shall be comprised of the entire State of Utah for all the aforementioned proposed activities; the new activities in which the offices of CPFC propose to engage de novo are: the making, acquiring, and servicing, for its own account and for the account of others, of extensions of credit to individuals secured by liens on residential or non-residential real estate; and the sale of mortgage life and mortgage disability insurance directly related to extensions of mortgage loans; the proposed service area of the Orem Office of CPFC shall be the entire State of Utah for the aforementioned proposed activities; the proposed expanded service areas of the other five offices shall be the entire State of Utah for their proposed activities and for the following previously approved activities: the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the sale of credit-related life and accident and health or decreasing or level [in the case of single payment loans] term life insurance by licensed agents or brokers, as required; the issuing of thrift certificates and thrift passbook certificates; the sale of consumer oriented financial management courses; and the servicing, for any person, of loans and other extensions of credit; credit-related life insurance, accident, and health insurance may be underwritten by Family Guardian Life Insurance Company, an affiliate of CPFC and CHI) at Brickyard Plaza, 1178 Brickyard Road, Salt Lake City; University Mall, Suite C-52, Orem; Valley Fair Mall, 3601 South 2700 West, West Valley City; 10 West First South, Salt Lake City; 2350 Washington Boulevard, Ogden; and Fashion Square, 195 E. 6100 South, Murray, all located in Utah, through its subsidiaries, CHI and CPFC (1/16/83) 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

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 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. (1/20/83) 3/

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.

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

ACTIONS OF THE BOARD - Continued

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 (1/21/83) 3/

Richmond

First & Merchants Corporation, Richmond, Virginia, notification of intent to engage in de novo activities (in acting as insurance agent or broker with respect to the following types of insurance: the sale of credit life, credit disability, mortgage redemption and mortgage cancellation insurance in connection with extensions of credit by First & Merchants National Bank (Bank), an wholly-owned subsidiary of the holding company, and any of Bank's subsidiaries; and the sale of vendors single interest physical damage insurance for motor vehicles, mobile homes, motor homes, boats, trailers and other kinds of personal property, or attachments designed for use in connection therewith, securing loans and other extensions of credit by Bank) the activities covered by this proposal would be conducted through the offices of Bank and its subsidiaries serving the cities of Roanoke, Salem, Staunton, Portsmouth, Chesapeake, Virginia Beach, Danville, Colonial Heights, Hopewell, Petersburg, Bedford, Alexandria, Fairfax, Falls Church, Hampton, Poquoson, and Williamsburg, Virginia; and the counties of Roanoke, Augusta, Dinwiddie, Prince George, Chesterfield, Pittsylvania, Bedford, Campbell, Amherst, Loudoun, Prince William, York, James City, Henrico, and Hanover, Virginia, through its wholly-owned subsidiary, Security Atlantic Insurance Agency, Inc. (1/17/83) 3/

Richmond

Union Trust Bancorp, Baltimore, Maryland, notification of intent to engage in de novo activities (making installment loans to individuals for personal, family or household purposes; purchasing sales finance contracts executed in connection with the sale of personal, family or household goods or services; acting as agent in the sale of credit life and credit accident and health insurance directly related to its extensions of credit; acting as agent in the sale of insurance

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

ACTIONS OF THE BOARD - Continued

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 of South Carolina (1/19/83) 3/

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. (1/20/83) 3/

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 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 (1/20/83) 3/

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (to engage in the activity of selling travelers checks) at One Powell Street, San Francisco, California, serving the fifty states, the District of Columbia, the Commonwealth of Puerto Rico, the territories and dependencies of the United States, and Canada, through its direct subsidiary, BA Cheque Corporation (a Delaware corporation) (1/18/83)

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

BankAmerica Corporation, San Francisco, California, notification of intent to continue to engage in de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company; servicing loans and other extensions of credit; and offering credit-related life insurance and credit-related accident and health insurance; credit-related property insurance will not be offered by FinanceAmerica Corporation; such activities will include, but not be limited to, making consumer installment loans, purchasing installment sales finance contracts, making loans and other extensions of credit to businesses, making loans and other extensions of credit secured by real and personal property, servicing loans and other extensions of credit, and offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by FinanceAmerica Corporation; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of FinanceAmerica Corporation) in Portland Oregon, serving the entire State of Idaho, through its indirect subsidiary, FinanceAmerica Corporation (an Oregon corporation) (1/18/83) 3/

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (to engage in credit-related property insurance) at 755 Two Mile Parkway, Goodlettsville, Tennessee, serving the States of Tennessee and Kentucky as well as two existing offices located in Chattanooga, Tennessee, serving the States of Tennessee and Alabama and Memphis, Tennessee, serving the States of Tennessee and Kentucky, through its indirect subsidiary, FinanceAmerica Credit Corporation (a Delaware corporation) (1/14/83) 3/

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

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

ACTIONS OF THE BOARD - Continued

low-income areas) in Seattle, Washington, serving the entire state of Washington, through its subsidiary, Rainier Community Service Corporation (1/22/83) 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, loans and other extensions of credit secured by mortgages or deeds of trust on real property; and to act as insurance agent with regard to credit life and disability insurance solely in connection with extensions of credit by Bancorp Mortgage) at 400 108th Avenue, Bellevue, Washington, serving the city of Bellevue and the surrounding rural area, through its subsidiary, U. S. Bancorp Mortgage Company (1/18/83) 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, loans and other extensions of credit secured by mortgages or deeds of trust on real property; and to act as insurance agent with regard to credit life and disability insurance solely in connection with extensions of credit by Bancorp Mortgage) at West 127 Boone Avenue, Spokane, Washington, serving the city of Spokane and the surrounding rural area, through its subsidiary, U. S. Bancorp Mortgage Company (1/18/83) 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, loans and other extensions of credit secured by mortgages or deeds of trust on real property; and to act as insurance agent with regard to credit life and disability insurance solely in connection with

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

ACTIONS OF THE BOARD - Continued

extensions of credit by Bancorp Mortgage) at 1411
"C" Street Vancouver, Washington, serving the
city of Vancouver and the surrounding rural area,
through its subsidiary, U. S. Bancorp Mortgage
Company (1/17/83) 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	The Bank of New York, New York, New York. To establish offsite electronic facility branches at the following locations: Good Boys Store, Inc., 34 Chestnut Street, Lockport, New York; Figmos PTL, 1511 Jefferson Avenue, Buffalo, New York. <u>2/</u>
Richmond	First Virginia Bank - Colonial, Richmond, Virginia. To establish a branch at 7023 Forest Hill Avenue, Richmond, Virginia. <u>2/</u>
San Francisco	Valley Bank and Trust Company, Salt Lake City, Utah. Branch office to be located at 1082 Fort Union Blvd., Salt Lake City, Utah. <u>2/</u>

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To Establish an Overseas Branch of a Member Bank
Pursuant to Section 25 of the Federal Reserve Act

New York	Irving Trust Company, New York, New York: prior notification of its intent to open an initial branch in Hong Kong.
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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	FNB Bancorp, Inc., Newtown, Pennsylvania, for approval to acquire 100 percent of the voting shares of The First National Bank and Trust Company of Newtown, Newtown, Pennsylvania. <u>2/</u>
Philadelphia	Merchants of Shenandoah Ban-Corp, Shenandoah, Pennsylvania, for approval to acquire 100 percent of the voting shares of The Merchants National Bank of Shenandoah, Shenandoah, Pennsylvania. <u>2/</u>

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

APPLICATIONS RECEIVED - Continued

Richmond	LSB Bancshares, Inc., Lexington, North Carolina, for approval to acquire 100 percent of the voting shares of successor by merger to Lexington State Bank, Lexington, North Carolina. <u>2/</u>
Richmond	Southern Bankshares Inc., Beckley, West Virginia, for approval to acquire 100 percent of the voting shares of successor by merger to Beckley National Bank, Beckley, West Virginia. <u>2/</u>
Atlanta	Citizens Holding Company, Lexington, Georgia, for approval to acquire at least 80 percent of the voting shares of Citizens Banking Company, Lexington, Georgia. <u>2/</u>
Atlanta	Merchants and Planters Bancshares, Inc., Montevallo, Alabama, for approval to acquire 100 percent of the voting shares of Merchants and Planters Bank, Montevallo, Alabama. <u>2/</u>
Chicago	Jefferson Bankshares Corp., Chicago, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Jefferson State Bank, Chicago, Illinois. <u>2/</u>
St. Louis	Bancshares of Hayti, Inc., Hayti, Missouri, for approval to acquire at least 80 percent of the voting shares of Bank of Hayti, Hayti, Missouri. <u>2/</u>
St. Louis	Farmers Capital Bank Corporation, Frankfort, Kentucky, for approval to acquire 100 percent of the voting shares of Farmers Bank & Capital Trust Company, Frankfort, Kentucky. <u>2/</u>
St. Louis	Fulton Bancshares, Inc., Fulton, Kentucky, for approval to acquire at least 80 percent of the voting shares of Fulton Bank, Fulton, Kentucky. <u>2/</u>
Minneapolis	First Financial Corporation, Arthur, North Dakota, for approval to acquire at least 81.2 percent of the voting shares of First State Bank of Arthur, Arthur, North Dakota. <u>2/</u>

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

APPLICATIONS RECEIVED - Continued

Kansas City	Canadian Bancshares, Inc., Yukon, Oklahoma, for approval to acquire at least 80 percent of the voting shares of Canadian State Bank, Yukon, Oklahoma. <u>2/</u>
Kansas City	Custer Bancorp., Westcliffe, Colorado, for approval to acquire at least 80 percent of the voting shares of Liberty State Bank, Colorado Springs, Colorado, and Custer County Bank, Westcliffe, Colorado. <u>2/</u>
Kansas City	Fairview Bancshares, Inc., Fairview, Oklahoma, for approval to acquire at least 80 percent of the voting shares of The Farmers and Merchants National Bank of Fairview, Fairview, Oklahoma. <u>2/</u>
Kansas City	First Alex Bancshares, Inc., Alex, Oklahoma, for approval to acquire 80 percent of the voting shares of the First National Bank of Alex, Alex, Oklahoma. <u>2/</u>
Dallas	Brazosport Corporation, Freeport, Texas, for approval to acquire at least 80 percent of the voting shares of Brazosport Bank of Texas, Freeport, Texas. <u>2/</u>
Dallas	Pilot Point Bancshares Corporation, Pilot Point, Texas, for approval to acquire 100 percent of the voting shares of The Pilot Point National Bank, Pilot Point, Texas. <u>2/</u>
San Francisco	Metro Bancorp., Inc., Phoenix, Arizona, for approval to acquire 100 percent of the voting shares of Metropolitan Bank, Phoenix, Arizona (a proposed new bank). <u>2/</u>
San Francisco	Woodburn Bancorp, Woodburn, Oregon, for approval to acquire 100 percent of the voting shares of Woodburn State Bank, Woodburn, Oregon. <u>2/</u>

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

New York	Norstar Bancorp Inc., Albany, New York, for approval to acquire at least 67.6 percent and up to 100 percent of the voting shares of Bank of Commerce, New York, New York. <u>2/</u>
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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

- Cleveland Pennbancorp, Titusville, Pennsylvania, for approval to acquire 5 to 12 percent of the voting shares of Bucks County Bank and Trust Company, Easton National Bank and Trust Company, Southeast National Bancshares of PA, The Third National Bank and Trust Company of Scranton, Williamsport National Bank, Ephrata National Bank, Nazareth National Bank and Trust Company, Producers Bank and Trust Company, Union Bank and Trust Company of Easton, PA, The Cheltenham Bank, Penn Central National Bank of Huntingdon, The Russell National Bank, Commonwealth National Financial Corporation. The transaction above reported on H.2 No. 51, 1982, as part of a 3(a)(5). 2/
- Chicago FIRST FREEPORT CORPORATION, Freeport, Illinois, for approval to acquire at least 80 percent or more of the voting shares of Lincolnway State Bank, Sterling, Illinois. 2/
- Chicago Northern Trust Corporation, Chicago, Illinois, for approval to acquire at least 97.5 percent of the voting shares (less directors' qualifying shares) of the successor by merger to First Security Bank of Oak Brook, Oak Brook, Illinois. 2/
- St. Louis Germantown Bancshares, Inc., Germantown, Tennessee, for approval to acquire at least 85 percent of the voting shares of Tennessee Bank and Trust, Millington, Tennessee (a de novo bank). 2/
- St. Louis Mercantile Bancorporation Inc., St. Louis, Missouri, for approval to acquire 100 percent of the voting shares of Interstate Bank of St. Peters, St. Peters, Missouri. 2/
- Minneapolis South Dakota Bancshares, Inc., Pierre, South Dakota, for approval to acquire at least 57.8 percent of the voting shares of Farmers State Bank, Faith, South Dakota. 2/
- Kansas City First Wyoming Bancorporation, Cheyenne, Wyoming, for approval to acquire 100 percent of the voting shares of Bank of Laramie, Laramie, Wyoming. 2/

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

APPLICATIONS RECEIVED - Continued

- Dallas Harris County Bankshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Harris County Bank-Airport, N.A., Houston, Texas (a proposed new bank). 2/
- Dallas Harris County Bankshares, Inc., Houston, Texas, for approval to acquire at least 51 percent of the voting shares of Harris County Bank-Cy Fair, N.A., Houston, Texas, a proposed new bank. 2/
- Dallas InterFirst Corporation, Dallas, Texas, for approval to acquire 100 percent of the voting shares of InterFirst Bank NW San Antonio, National Association, San Antonio, Texas. 2/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Bank of Pasadena, Pasadena, Texas. 2/
- Dallas Unicorp Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Unitedbank - Northwest, Houston, Texas, a proposed new bank. 2/

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

- Boston BankEast Corporation, Manchester, New Hampshire, for approval to acquire 100 percent of the voting shares of The Wolfeboro Savings Bank, Wolfeboro, New Hampshire, a de novo guaranty savings bank.
- Boston Chittenden Corporation, Burlington, Vermont, notification of intent to engage in de novo activities (providing management consulting advice to non-affiliated banks and nonbank depository institutions, including commercial banks, savings and loan associations, mutual savings banks, credit unions, industrial banks, Morris Plan banks, co-operative banks and industrial loan companies, on an explicit fee basis; such an activity would be limited to advising clients and would not include performing tasks or conducting

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

operations on a daily or continuing basis) at Two Burlington Square, Burlington, Vermont, serving the state of Vermont, the subject notice is for expansion of the service area of the existing office to include the states of New York, New Hampshire and Massachusetts, through its subsidiary, Chittenden Consulting Corporation (1/19/83)

Boston

First National Boston Corporation, Boston, Massachusetts, notification of intent to engage in de novo activities (factoring and commercial finance activities) at Barclay Plaza, Suite 640, 1675 Larimer Street, Denver, Colorado, serving the states of Colorado, Kansas and New Mexico, through its subsidiary, FNB Financial Company (1/14/83)

New York

The Chase Manhattan Corporation, New York, New York, requests permission to expand the activities (underwriting as reinsurer credit life insurance and credit accident and health insurance directly related to extensions of credit by The Chase Manhattan Bank (USA), National Association, Wilmington, Delaware) at Commonwealth Building, University Plaza, Newark, Delaware, through its subsidiary Western Hampshire Life Insurance Company (1/21/83)

New York

Citicorp, New York, New York, requests permission to establish a de novo office of Citicorp Homeowners, Inc. (Delaware) ("CHI") and a de novo office of Citicorp Person-to-Person Financial Center, Inc. (Delaware) ("CPTP"), 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 proposed service area for the de novo office of CHI and the de novo office of CPTP shall be comprised of the entire state of New Jersey for

APPLICATIONS RECEIVED - Continued

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 CPTP) at Paramus Plaza 4, No. 10, Route 17, Paramus, New Jersey, through its subsidiaries, CHI and CPTP (1/18/83)

New York

Citicorp, New York, New York, requests permission to expand the service area of an existing office engaging in the following activities (the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the extension of loans to dealers for the financing of inventory [floor planning] and working capital purposes; the purchasing and servicing for its own account of sales finance contracts; the sale of credit-related life and accident and health or decreasing or level [in the case of single payment loans] term life insurance by licensed agents or brokers, as required; the making of loans to individuals and businesses secured by a lien on mobile homes, modular units or related manufactured housing, together with the real property to which such housing is or will be security for the loans; 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 CAC) at 4370 West 109th Street, 300 Pennsylvania National Building, Suite 300, Overland Park, Kansas, through its subsidiary Citicorp Acceptance Company, Inc. (Delaware) (1/18/83)

Chicago

Citizens Bancorporation, Sheboygan, Wisconsin, notification of intent to engage in de novo activities (for the purpose of providing management consulting advice and data processing services) at 636 Wisconsin Avenue, Sheboygan, Wisconsin, servicing the entire state of Wisconsin, through its subsidiary, Citizens Management Services Corporation (1/11/83)

Chicago

NBD Bancorp, Inc., Detroit, Michigan, notification of intent to engage in de novo activities (mortgage banking activities) at 1737 University Drive, Plantation, Florida, the geographic area to be served is the state of Florida, through its subsidiary, NBD Mortgage Company (1/13/83)

APPLICATIONS RECEIVED - Continued

St. Louis

Ohio Valley Bancorp, Inc., Henderson, Kentucky, notification of intent to engage in de novo activities (in the sale of credit life insurance, credit accident and health insurance, and credit disability insurance; all of which will directly relate to an extension of credit by Applicant and any affiliate of it, including its banking subsidiary) at 140 North Main Street, Henderson, Kentucky, the geographic area to be served is Henderson County, Kentucky, through its subsidiary, O. V. Insurance Agency, Inc. (1/10/83)

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REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.