

ANNOUNCEMENT BY  
BOARD OF GOVERNORS  
OF THE  
FEDERAL RESERVE SYSTEM  
(H.2, 1983 No. 11)

Actions of the Board; Applications and Reports

Received During the Week Ending March 19, 1983

APPLICABLE  
RESERVE BANK

ACTIONS OF THE BOARD

Statement by Vice Chairman Martin before the Subcommittee on Consumer Affairs of the Senate Banking Committee to discuss consumer interest rates.

The Board announced that it will continue without change current charges to depository institutions for wire transfer of funds and net settlement services.

Regulation D amendment, modifying reserve requirements on nonpersonal time deposits, effective March 31, 1983. (Docket No. R-0461)

- |               |   |
|---------------|---|
| St. Louis     | Clark Financial Corporation, Jeffersonville, Indiana, extension of time until May 19, 1983, within which to become a bank holding company through the acquisition of the successor by merger to the Clark County State Bank, Jeffersonville, Indiana. <u>1/</u> |
| Atlanta       | Community Bank of South Florida, Inc., Homestead, Florida, extension of time until June 27, 1983, within which to become a bank holding company through acquisition of Community Bank of Homestead, Homestead, Florida. <u>1/</u>                               |
| San Francisco | Financial Group, Newport Beach, California, extension of time to April 30, 1983, within which to become a bank holding company through acquisition of Pacific National Bank, Newport Beach, California. <u>1/</u>   |
| Atlanta       | F.M.B. Corporation, Monticello, Florida, extension of time until May 16, 1983, within which to become a bank holding company through the acquisition of Farmers & Merchants Bank, Monticello, Florida. <u>1/</u>  |

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

ACTIONS OF THE BOARD - Continued

- New York Herkimer Trustcorporation, Inc., Little Falls, New York, extension of time to June 14, 1983, within which to become a bank holding company through the acquisition of Herkimer County Trust Company, Little Falls, New York. 1/
- Chicago Hinsdale Bancshares, Inc., Hinsdale, Illinois, extension of time to June 14, 1983, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Bank of Hinsdale, Hinsdale, Illinois. 1/
- Dallas Merkel Bancshares, Inc., Merkel, Texas, extension of time to May 27, 1983, within which to consummate the acquisition of M.B.S. Leasing, Inc., Merkel, Texas. 1/
- St. Louis Morgantown Deposit Bancorp., Inc., Morgantown, Kentucky, extension of time until June 28, 1983, within which to become a bank holding company through the acquisition of the successor by merger to Morgantown Deposit Bank, Morgantown, Kentucky. 1/
- San Francisco Pajaro Valley Bancorporation, Watsonville, California, extension of time to June 15, 1983, within which to become a bank holding company through acquisition of Pajaro Valley Bank, N.A., Watsonville, California. 1/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, extension of time to June 20, 1983, within which to consummate and open for business Texas Commerce-Champions Park, N.A., Houston, Texas. 1/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, extension of time to June 13, 1983, within which to consummate and open for business Texas Commerce Bank-Greens Crossing, N.A., Houston, Texas. 1/
- Atlanta TMB Bankshares Inc., West Palm Beach, Florida, extension of time until June 30, 1983, within which to become a bank holding company through acquisition of The Mall Bank, West Palm Beach, Florida. 1/
- Atlanta Vista Banks, Inc., Deleon Springs, Florida, extension of time until June 20, 1983, within which to become a bank holding company through the acquisition of Deleon Springs Bank, Deleon Springs, Florida. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas Wilson Bancshares, Inc., Wilson, Texas, extension of time to April 6, 1983, within which to consummate the acquisition of Wilson State Bank, Wilson, Texas. 1/
- Richmond Bank of Shawsville, Shawsville, Virginia, requesting permission to invest in bank premises. 1/
- San Francisco First Interstate Bank of California, Los Angeles, California, extension of time within which to establish branches: (1) to March 31, 1984, in the vicinity of the intersection of Clovis and Shaw Avenues, Clovis; and (2) to March 21, 1984, in the vicinity of the intersection of Malibu Road and Webb Way, Community of Malibu, California. 1/
- Dallas Odessa Industrial Bank, Odessa, Texas, a proposed new bank, requesting permission to invest in bank premises. 1/
- Bank of Clarke County, Berryville, Virginia, to invest in bank premises (Director, Division of Banking Supervision and Regulation)
- Atlanta St. Bernard Bank & Trust Company, Arabi, Louisiana, to invest in bank premises. 1/
- Atlanta Bank of Clearwater, Clearwater, Florida, proposal to merge with Clearwater Beach Bank, Clearwater, Florida; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Cibolo State Bank, Guadalupe, Texas, proposal to merge with New Cibolo State Bank, Guadalupe, Texas; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Citizens Bank, Ball Ground, Georgia, proposal to merge with First Citizens Interim of Cherokee County, Inc., Ball Ground, Georgia; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Commonwealth Bank, Bellaire, Texas, proposal to merge with New Commonwealth Bank, Bellaire, Texas; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas Community Bank, Fort Bend County, Texas, proposal to merge with New Community Bank, Fort Bend County, Texas; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Marine Bank, National Association, Milwaukee, Wisconsin, application for prior approval to merge with Cudahy Marine Bank, Cudahy, Cudahy; South Milwaukee Marine Bank, South Milwaukee; and Oak Creek Marine National Bank, Oak Creek, Wisconsin, under the charter and title of Marine Bank, National Association; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- Boston Old Colony Bank of Northern Essex County, N.A., Haverhill, Massachusetts, proposal to merge with Old Colony Bank and Trust Company of Essex County, Marblehead, Massachusetts; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- San Francisco Philippine Bank of California, San Francisco, California, proposed merger with Century Bank, Los Angeles, under the charter of the former and title of the latter; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Security State Bank, Pharr, Texas, proposal to merge with New Security State Bank, Pharr, Texas; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco Timber Community Bank, Roseburg, Oregon, proposal to merge with Timber Community Interim Bank, Roseburg, Oregon, under the title and charter of the former; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago UNB National Bank of Chicago, Chicago, Illinois, application for prior approval to merge with Uptown National Bank of Chicago, Chicago, Illinois, under the charter of UNB National Bank of Chicago and title of Uptown National Bank of Chicago; report transmitted to the Comptroller of the Currency on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

Chicago

Valley Bank and Trust Company, Mishawaka, Indiana, application for prior approval to acquire the assets of and assume liability to pay deposits made in American National Bank and Trust Company of South Bend, South Bend, Indiana, under the title of Valley Bank & Trust Company and will change their name after the acquisition to Valley American Bank and Trust Company; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

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

- Approved
- Dallas                      Citizens Bank and Trust Company of Baytown, Texas.  
                                    To establish and use an offsite electronic facility  
                                    in Baytown, Texas. 1/
- New York                     Manufacturers Hanover Trust Company, New York, New  
                                    York. To establish an offsite electronic facility  
                                    in the Brooklyn Union Gas Company Building at 195  
                                    Montague Street, Brooklyn, New York. 1/

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

- Approved
- Dallas                      Odessa Industrial Bank, Odessa, Texas. 1/

\* \* \* \* \*

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

- Not Disapproved
- Kansas City                Crofton State Company, Crofton, Nebraska. 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

- Sixty-Day Notification Period Allowed to Expire
- New York                     Marine Midland Overseas Corporation, New York, New York:  
                                    no objection to acquire a 100 percent interest in  
                                    Marine Midland (C.I.) Limited, Jersey, Channel Islands  
                                    and for Limited to acquire a 100 percent interest in  
                                    MMB Advisory (Jersey) Limited, Jersey, Channel Islands  
                                    and Intercurrency Fund Limited, Jersey, Channel Islands.

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

ACTIONS OF THE BOARD - ContinuedTo Form a Bank Holding Company Pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956

- Approved
- Philadelphia Penns Woods Bancorp, Inc., Jersey Shore, Pennsylvania, for approval to acquire 100 percent of the voting shares of Jersey Shore State Bank, Jersey Shore, Pennsylvania. 1/
- Philadelphia Sun Bancorp, Inc., Selinsgrove, Pennsylvania, for approval to acquire 100 percent of the voting shares of Snyder County Trust Company, Selinsgrove, Pennsylvania. 1/
- Philadelphia Upper Dauphin Bancorp, Inc., Millersburg, Pennsylvania, for approval to acquire 100 percent of the voting shares of Upper Dauphin National Bank, Millersburg, Pennsylvania. 1/
- Cleveland First Commonwealth Financial Corporation, Indiana, Pennsylvania, for approval to acquire 100 percent of the voting shares of National Bank of the Commonwealth, Indiana, Pennsylvania. 1/
- Atlanta Baton Rouge Bancshares, Inc., Baton Rouge, Louisiana, for approval to acquire 100 percent of the voting shares of Baton Rouge Bank & Trust Company, Baton Rouge, Louisiana. 1/
- Atlanta Citi-Bancshares, Inc., Leesburg, Florida, for approval to acquire 100 percent of the voting shares of Citizens National Bank of Leesburg, Leesburg, Florida. 1/
- Atlanta First Monco Bancshares, Inc., Monroeville, Alabama, for approval to acquire 100 percent of the voting shares of The Monroe County Bank, Monroeville, Alabama. 1/
- Minneapolis Ray Bancorporation, Inc., Ray, North Dakota, for approval to acquire at least 92.59 percent of the voting shares of Citizens State Bank of Ray, Ray, North Dakota. 1/
- Kansas City Bern Bancshares, Inc., Bern, Kansas, for approval to acquire at least 80 percent of the voting shares of The State Bank of Bern, Bern, Kansas. 1/
- Kansas City Craco, Inc., Vinita, Oklahoma, for approval to acquire at least 80 percent of the voting shares of The First National Bank and Trust Company of Vinita, Vinita, Oklahoma. 1/

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

ACTIONS OF THE BOARD - Continued

- Kansas City CSB Banco, Inc., Lincoln, Nebraska, for approval to acquire at least 19,500 nonvoting shares of Citizens State Banco, Lincoln, Nebraska, and indirectly Citizens State Bank, Lincoln, Nebraska. 1/
- Dallas First Anderson Bancshares, Inc., Anderson, Texas, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Anderson, Anderson, Texas. 1/
- Dallas Mid-South Bancshares, Inc., Bossier City, Louisiana, for approval to acquire at least 99.2 percent of the voting shares of Bank of the Mid-South, Bossier City, Louisiana. 1/

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

- Atlanta First Atlanta Corporation, Atlanta, Georgia, for approval to acquire 100 percent of the voting shares of The First National Bank of Cartersville, Cartersville, Georgia. 1/
- Atlanta Sun Banks of Florida, Inc., Orlando, Florida, for approval to acquire 100 percent of the voting shares of Avon Citrus Bank, Avon Park, Florida. 1/
- Kansas City Fremont Bancshares, Inc., Lincoln, Nebraska and Fremont State Bancshares, Inc., Lincoln, Nebraska, for approval to acquire at least 74,000 nonvoting shares of CSB Banco, Inc., Lincoln, Nebraska, and indirectly Citizens State Bank, Lincoln, Nebraska. 1/
- Dallas Allied Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Texas Bank & Trust Company of Houston, Houston, Texas. 1/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Bank of Pasadena, Pasadena, Texas. 1/

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



ACTIONS OF THE BOARD - ContinuedTo Expand a Bank Holding Company Pursuant to Section  
3(a)(5) of the Bank Holding Company Act of 1956

Approved

Philadelphia      A New Corporation Yet to be Named, Reading, Pennsylvania, for approval to consolidate with American Bancorp, Inc., Reading, Pennsylvania and Central Penn National Corp., Philadelphia, Pennsylvania. 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

Approved

Philadelphia      A New Corporation Yet to be Named, Reading, Pennsylvania, for approval to acquire Amerisure Life Insurance Company and CP Credit Corp., Philadelphia, Pennsylvania. 1/

Reactivated

St. Louis          First Tennessee National Corporation, Memphis, Tennessee, notification of intent to engage in de novo activities (making or acquiring, for its own account and for the account of others, loans and other extensions of credit [including letters of credit and accepting drafts], such as would be made, for example, by a mortgage, finance, credit card or factoring company) the activities are to be conducted at Applicant's main office in Memphis, Tennessee (3/11/83) 3/

Permitted

New York          The Bank of New York Company, Inc., New York, New York, requests permission to retain two offices of its subsidiary engaging in the following activities (making loans secured by first and second mortgages on real estate consisting of one-to four-family residential properties) at 221A Chester Avenue, Bakersfield, California and 1660B South Broadway, Santa Maria, California, through its subsidiary, Arcs Mortgage, Inc. (3/12/83) 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

New York

The Chase Manhattan Corporation, New York, New York, 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, loans and other extensions of credit, both secured and unsecured including, but not limited to, consumer and business lines of credit, installment loans for personal, household and business purposes and mortgage loans secured by real property; servicing loans and other extensions of credit; and acting as insurance agent for credit life insurance and credit accident and health insurance directly related to such lending and servicing activities) at 1800 West Loop South, Suite 100, Houston, Texas, through its subsidiary, Chase Manhattan Financial Services, Inc. (3/17/83) 3/

New York

Citicorp, New York, New York, requests permission to establish two de novo offices of each of its subsidiaries, Citicorp Homeowners, Inc. (Delaware) ("CHI") and Citicorp Person-to-Person Mortgage Corporation ("CPTPMC"), engaging in the following activities (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; credit-related life, accident, and health insurance may be written by Family Guardian Life Insurance Company, an affiliate of CHI and CPTPMC) at 1370 E. Flamingo Road, Las Vegas, Nevada, through its subsidiaries, CHI and CPTPMC (3/13/83) 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

- Philadelphia Philadelphia National Corporation, Philadelphia, Pennsylvania, notification of intent to engage in de novo activities (in the origination of FHA, VA and conventional residential mortgage loans and second mortgage loans) at 14802 North Dale Mabry Road, Tampa, Florida, a proposed new office will conduct the foregoing activities in the State of Florida, through its subsidiary, Colonial Mortgage Service Company Associates, Inc. (3/14/83) 3/
- Philadelphia Philadelphia National Corporation, Philadelphia, Pennsylvania, notification of intent to engage in de novo activities (in the origination of FHA, VA and conventional residential mortgage loans and second mortgage loans) at 2170 El Camino Real, Suite 204, Oceanside, California and Southland Square Professional Building, Suite 607, Hayward, California, in the State of California, through its subsidiary, Colonial Associates, Inc. (3/14/83) 3/
- Philadelphia Philadelphia National Corporation, Philadelphia, Pennsylvania, notification of intent to engage in de novo activities (the origination of FHA, VA and conventional residential mortgage loans and second mortgage loans) at 4205 Old Highway 94 South, St. Charles, Missouri, through its subsidiary, Colonial Mortgage Service Company Associates, Inc. d/b/a CMSA Mortgage Company, in the States of Missouri and Illinois (3/17/83) 3/
- Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (in the 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; 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 Section 225.4(a)(6) of Regulation Y; and acting as agent for the sale of related credit life, credit accident and health insurance and credit property insurance in connection with extensions of credit by any of Applicant's subsidiaries) at 10485 Magnolia Avenue, Suite #4, Riverside, California, through its subsidiary, Mellon Financial Services Corporation (3/14/83) 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

- Cleveland Union National Corporation, Mt. Lebanon, Pennsylvania, notification of intent to engage in de novo activities (underwriting as reinsurer credit life and disability insurance which is directly related to extensions of credit by banking subsidiaries of Applicant) at 670 Washington Road, Mt. Lebanon, Pennsylvania, through its subsidiary, Union National Life Insurance Company (3/18/83) 3/
- Richmond Dominion Bankshares Corporation, Roanoke, Virginia, notification of intent to engage in de novo activities (originating residential, commercial, industrial, and construction loans for its own account and for sale to others, servicing such loans for others and engaging in the sale of credit life insurance, credit accident and health insurance, credit disability, mortgage redemption and mortgage accident and health insurance in connection with such mortgage loans; and to engage de novo through its subsidiary Dominion Bankshares Services, Inc., in acting as insurance agent or broker with respect to credit life insurance, credit accident and health insurance, credit disability, mortgage redemption and mortgage accident and health insurance related to or arising out of credit transactions involving Dominion Bankshares Mortgage Corporation) at 2810 Parham Road, Richmond, Virginia, through its subsidiary, Dominion Bankshares Mortgage Corporation (3/16/83) 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 insurance protecting collateral held against extensions of credit; and making loans secured in whole or in part by mortgages or other liens on real estate) at 3905 East Independence Boulevard, Charlotte, North Carolina, through its subsidiary, Landmark Financial Services, Inc. (3/18/83) 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

- St. Louis First Tennessee National Corporation, Memphis, Tennessee, notification of intent to engage in de novo activities (making or acquiring, for its own account and for the account of others, loans and other extensions of credit [including letters of credit and accepting drafts], such as would be made, for example, by a mortgage, finance, credit card or factoring company) the activities are to be conducted at Applicant's main office in Memphis, Tennessee (3/11/83) 3/
- Kansas City Farmers and Merchants Bancshares, Inc., Crescent, Oklahoma, notification of intent to engage in de novo activities (to expand the auto and equipment Teasing activities to include Oklahoma and Grady, Counties in Oklahoma) at 116 South Grand, Crescent, Oklahoma (3/17/83) 3/
- San Francisco Central Banking System, Inc., Pleasant Hill, California, notification of intent to engage in de novo activities (in making or acquiring loans and other extensions of credit such as would be made by a commercial financial company, including commercial loans secured by a borrower's inventory, accounts receivable, or other assets; originating and selling such loans to others; servicing such loans for others; and making leases of personal property in accordance with the Board's Regulation Y) at 395 Taylor Boulevard, Pleasant Hill, California and 3711 Long Beach Boulevard, Long Beach, California, serving the Western United States, including the states of Alaska and Hawaii, through its subsidiary, Central Banking System Credit Corporation (3/15/83) 3/
- San Francisco Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (making, acquiring, for its own account or for the account of others, or participating in, commercial loans and other extensions of credit, and leases of personal and real property) at 297 North Marengo Avenue, Pasadena, California, serving the United States, through its subsidiary, SPC Security Services Corp. (3/19/83) 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

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 the account of others, including the making of consumer installment loans, purchasing consumer installment and real estate sales finance contracts and evidences of debt and making consumer home equity loans secured by real estate, leasing of personal property, and acting as insurance agent with regard to credit life and disability insurance solely in connection with extensions of credit by U. S. Bancorp Consumer Services, Inc.) at the Lloyd 700 Building, Suite 1450, 700 Northeast Multnomah, Portland, Oregon, through its subsidiary, U.S. Bancorp Consumer Services, Inc. (3/15/83) 3/

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Pursuant to Regulation G and the Board's rule on delegation of authority, the Director of the Division of Banking Supervision and Regulation has approved the application of Buttes Gas & Oil Company for relief from the specified deficiency repayment schedule provided in the plan-lender provision of Regulation G, 12 CFR 207.4(a)(2)(ii).

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

H.2, 1983 No. 11

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 two electronic branches to be located  
                         at B-Kwik, 1210 Colvin Avenue, Buffalo, Erie  
                         County, New York and S.M. Flickinger Co., Town  
                         Garden Plaza, 447 William Street, Buffalo, Erie  
                         County, New York. 2/

\* \* \* \* \*

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

Kansas City        Peoples State Bank of Meeker, Meeker, Colorado. 2/  
  
Kansas City        The First State Bank of Pleasanton, Pleasanton,  
                         Kansas.  
  
Kansas City        Twin Lakes Bank, Oklahoma City, Oklahoma. 2/

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

San Francisco      Valley Bank and Trust Company, Salt Lake City, Utah,  
                         to merge with Utah Valley Bank, Orem, Utah. 2/  
  
Richmond            The Bank of West Point, West Point, Virginia, to merge  
                         with First Settlers Bank, Hayes, Virginia. 2/

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

APPLICATIONS RECEIVED - Continued

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

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New York	Bankers Trust Company, New York, New York: prior notification of its intent to acquire, directly or indirectly, all the shares of a <u>de novo</u> commercial bank subsidiary, Bankers Trust (France), Paris, France.
New York	Marine Midland Overseas Corporation, New York, New York: requests consent to make an additional investment in its joint venture investment, Wardley Australia Limited, Sydney, Australia.
San Francisco	Crocker National Corporation, San Francisco, California: prior notification of its intent to make a direct investment in Crocker Overseas Investment Corporation, N.V., an offshore financing company in the Netherlands Antilles.
San Francisco	Security Pacific Corporation, Los Angeles, California: prior notification of its intent to establish an export trading company to be located in Los Angeles, California.

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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	First Jessup, Corp., Jessup, Pennsylvania, for approval to acquire 100 percent of the voting shares of The First National Bank of Jessup, Jessup, Pennsylvania <u>2/</u>
Richmond	Carolina Mountain Holding Company, Highlands, North Carolina, for approval to acquire at least 80 percent of the voting shares of Carolina Mountain Bank, Highlands, North Carolina. <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 Commercial Bancshares, Incorporated, Parkersburg, West Virginia, for approval to acquire at least 80 percent of the voting shares of the successor by merger to Commercial Banking and Trust Company, Parkersburg, West Virginia. 2/
- Atlanta Citizens National Bancshares, Inc., Hammond, Louisiana, for approval to acquire 100 percent of the voting shares of Citizens National Bank, Hammond, Louisiana. 2/
- Chicago First Marshall Bancshares, Inc., Marshall, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to First National Bank, Marshall, Illinois. 2/
- Chicago JAW Bancshares Corp., Stanhope, Iowa, for approval to acquire at least 86 percent or more of the voting shares of Farmers State Bank, Stanhope, Iowa. 2/
- Chicago KSAD, Inc., Council Bluffs, Iowa, for approval to acquire at least 80 percent of the voting shares of First National Bank of Council Bluffs, Council Bluffs, Iowa. 2/
- Chicago Pioneer Bankshares, Inc., North Branch, Michigan, for approval to acquire at least 80 percent of the voting shares of Pioneer Bank, North Branch, Michigan. 2/
- St. Louis Farmers Investment Corporation, Little Rock, Arkansas, for approval to acquire at least 81.66 percent of the voting shares of Farmers & Trust Company, Clarksville, Arkansas. 2/
- St. Louis Fidelity Bancorp, Inc., West Memphis, Arkansas, for approval to acquire at least 80 percent of the voting shares of Fidelity National Bank of West Memphis, West Memphis, Arkansas. 2/
- St. Louis First Commerce Corporation, New Albany, Mississippi, for approval to acquire 100 percent of the voting shares of the successor by merger to First National Bank, New Albany, Mississippi. 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

- St. Louis First Newport Bancshares, Inc., Newport, Arkansas, for approval to acquire at least 87.2 percent of the voting shares of First State Bank of Newport, Newport, Arkansas. 2/
- St. Louis First Union Financial Corporation, Monticello, Arkansas, for approval to acquire at least 76.4 percent of the voting shares of Union Bank & Trust Company, Monticello, Arkansas. 2/
- Minneapolis Elmore Bancshares, Inc., Elmore, Minnesota, for approval to acquire at least 91 percent of the voting shares of The First National Bank of Elmore, Elmore, Minnesota. 2/
- Kansas City Baileyville Bancshares, Inc., Baileyville, Kansas, for approval to acquire at least 80 percent of the voting shares of the Baileyville State Bank, Baileyville, Kansas. 2/
- Kansas City Burns Bancorporation, Inc., St. Paul, Minnesota, for approval to acquire at least 96.5 percent of the voting shares of The Burns National Bank of Durango, Durango, Colorado. 2/
- Kansas City N.B.C. Bancshares in Pawhuska, Inc., Pawhuska, Oklahoma, for approval to acquire at least 80 percent of the voting shares of National Bank of Commerce in Pawhuska, Pawhuska, Oklahoma. 2/
- Kansas City Western Bancshares of Albuquerque, Inc., Albuquerque, New Mexico, for approval to acquire at least 80 percent of the voting shares of West Bank, Albuquerque, New Mexico and Citizens Bank, Albuquerque, New Mexico. 2/
- Kansas City Western Bancshares of New Mexico, Inc., Artesia, New Mexico, for approval to acquire at least 80 percent of the voting shares of Western Bank, Artesia, New Mexico, Artesia, New Mexico; and at least 20 percent of Western Bank, Albuquerque, New Mexico, and Citizens Bank, Albuquerque, New Mexico. 2/
- Dallas Texas Southwest Bancorp., Inc., Mesquite, Texas, for approval to acquire 100 percent of the voting shares of Southwest Bank, Mesquite, 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.

H.2, 1983 No. 11

APPLICATIONS RECEIVED - Continued

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

- Correction:
- New York      The application for First Jersey National Corporation, Jersey City, New York, for approval to acquire at least 20.07 percent of the voting shares of The Peoples National Bank of Central Jersey, Piscataway, New Jersey, which appeared on H.2 No. 9(a) was listed under the wrong heading. This application should have been listed under the Section 3(a)(3) heading.
- Richmond      Mercantile Bankshares Corporation, Baltimore, Maryland, for approval to acquire 100 percent of the voting shares of County Banking and Trust Company, Elkton, Maryland. 2/
- Atlanta        Barnett Banks of Florida, Inc., Jacksonville, Florida, for approval to acquire 100 percent of the voting shares of Barnett Banks of Osceola County, N.A., Kissimmee, Florida, a proposed new bank. 2/
- Atlanta        CB&T Bancshares, Inc., Columbus, Georgia, for approval to acquire 25 percent of the voting shares of West Georgia Financial Corporation, Tallapoosa, Georgia and indirectly West Georgia Bank of Tallapoosa, Tallapoosa, Georgia and Carroll County Financial Corporation, Temple, Georgia and indirectly Bank of Carroll County, Temple, Georgia. 2/
- Chicago        First Wisconsin Corporation, Milwaukee, Wisconsin, for approval to acquire 100 percent of the voting shares of the successor by merger to the Bank of Two Rivers, Two Rivers, Wisconsin. 2/
- St. Louis      First Missouri Banks, Inc., Manchester, Missouri, for approval to acquire at least 50.16 percent of the voting shares of Manufacturers Bancorp, Inc., St. Louis, Missouri and indirectly acquire Manufacturers Bank & Trust Company, St. Louis, St. Louis; First National Bank of Franklin City, Union; First Missouri Bank of St. Charles County, Wentzville, Missouri, all located in Missouri. 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      St. Charles Bancshares, Inc., St. Charles, Minnesota, for approval to acquire at least 87.9 percent of the voting shares of First National Bank of Stewartville, Stewartville, Minnesota. 2/
  
- Kansas City      Energy Banks, Casper, Wyoming, for approval to acquire 100 percent of the voting shares of Security Bank of Glenrock, Glenrock, Wyoming. 2/
  
- Kansas City      FirstBank Holding Company and FirstBank Holding Company of Colorado, both of Lakewood, Colorado, for approval to acquire 100 percent of the voting shares of First Bank of Silverthorne, N.A., Silverthorne, Colorado, and FirstBank at Wadsworth/Coal Mine, N.A., Jefferson County, Colorado, both proposed banks. 2/
  
- Dallas            Allied Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Town & Country Bank, Houston, Texas. 2/

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

- Chicago            Whitmore Company, Inc., Corning, Iowa, for approval to merge with Whitmore Bancorporation, Inc., Corning, Iowa, and indirectly acquire 100 percent of the voting shares of Page County State Bank, Clarinda, Iowa. 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  
4(c)(8) of the Bank Holding Company Act of 1956

- Boston           Multibank Financial Corp., Quincy, Massachusetts, notification of intent to engage in de novo activities (in mortgage banking activities including, but not limited to, making, acquiring and servicing, for its own account or for the account of others, loans and extensions of credit secured by real estate [including first and second mortgages secured by one-to-four family residential properties and commercial properties], and selling mortgages in the secondary market) at 1400 Hancock Street, Quincy, Massachusetts and from seventy-seven additional offices of the holding company's six subsidiary banks, serving New England and New York, through its subsidiary, Multibank Mortgage Company, Inc. (3/16/83)
- New York       Citicorp, New York, New York, for approval to engage directly or indirectly through Citicorp Services, Inc., New York, New York, in the collection, processing and settlement of money orders and payments instruments having a maximum face value of \$100,000.
- New York       Citicorp, New York, New York, requests permission to expand the service areas of two existing 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 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 expanded service areas of the two offices for the previously approved activities shall include the entire State of Washington) at 1521 NE 122nd Street, Portland, Oregon and Columbia Square Office Building, 111 SW Columbia, Portland, Oregon, through its subsidiary, Citicorp Homeowners Inc. (3/18/83)

APPLICATIONS RECEIVED - Continued

- New York Key Banks, Inc., Albany, New York, requests permission to expand the activities and service area to include the following activities (previously approved activities: servicing of loans and other extensions of credit and providing bookkeeping or data processing services and storing and processing banking financial or related data for nonaffiliated banking organizations and others; the activities will include performing accounts receivable or payable or billing services in connection with the debit and/or credit card operations of banks, creating and maintaining appropriate computer records of bank merchant and cardholder customers, posting transactions, preparing and reconciling statements, producing and mailing debit and/or credit cards, providing authorization service to merchants, and handling normal customer and merchant inquiries and problems; de novo activities: providing data processing and data transmission services for the internal operations of the holding company or its subsidiaries and for nonaffiliated banking organizations and others; the activities will include: providing a point-of-sale and automated teller machine network and communication switching and settlement services for subsidiaries of applicant, and other banks and thrift institutions; creating and maintaining appropriate computer records of bank merchant and cardholder customers, posting transactions, preparing and reconciling statements, mailing statements, producing and mailing debit and/or credit cards, providing authorization service to merchants, and handling normal customer and merchant inquiries and problems) at 800 North Pearl Street, Albany, New York, through its subsidiary, Key Services Corporation (3/10/83)
- Philadelphia Northeastern Bancorp, Inc., Scranton, Pennsylvania, notification of intent to engage in de novo activities (in leasing personal property or acting as agent, broker or advisor in leasing such property) at Penn Avenue at Spruce Street, Scranton, Pennsylvania, through its subsidiary, Norbanc Lease, Inc. (3/17/83)
- Cleveland Banc One Corporation, Columbus, Ohio, for approval to acquire Winters National Mortgage Corporation, Winters National Life Insurance Company, Winters National Leasing Corporation, all located in Dayton, Ohio.

APPLICATIONS RECEIVED - Continued

Cleveland

Mellon National Corporation, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (providing real estate portfolio investment advice including: (i) serving as the advisory company for a mortgage or real estate investment trust; (ii) serving as investment adviser, as defined in Section 2(a)(20) of the Investment Company Act of 1940, to an investment company registered under that Act; (iii) furnishing general economic information and advice, general economic statistical forecasting services and industry studies and (iv) providing financial advice to State and local governments, such as with respect to real estate portfolio investment advice; Mellon Financial Services Corporation #2 will derive business from, and solicit business throughout the United States and possible clients overseas as well) at Renaissance Center, Tower 600, Suite 990, Detroit, Michigan, through its subsidiary, Mellon Financial Services Corporation #2 (3/14/83)

Richmond

Maryland National Corporation, Baltimore, Maryland, notification of intent to engage in de novo activities (conducting business generally such as would be conducted by a mortgage banker, mortgage broker and mortgage servicing firm; originating, buying, selling and otherwise dealing in mortgage loans as principal or agent; servicing mortgage loans for affiliated or nonaffiliated entities; acting as adviser in mortgage loan transactions; and selling as agent credit life, credit disability and credit accident and health insurance in connection with extensions of credit by bank and non-bank subsidiaries of the holding company) at 8200 Greensboro Drive, Suite 307, McLean, Virginia, serving the greater Washington metropolitan area including (but not limited to) the Northern Virginia counties of Fairfax, Loudon and Prince William as well as the cities of Alexandria, Arlington, Falls Church and Vienna, through its subsidiary, Maryland National Mortgage Corporation (3/18/83)

Richmond

South Carolina National Corporation, Columbia, South Carolina, notification of intent to engage in de novo activities (in providing consumer finance activities including the extension of direct loans to consumers, the discount of retail and installment notes or contracts, servicing loans and other extensions of credit for the account of others, and acting as agent for sale of life, accident and health, and property and casualty insurance directly related to its extensions of credit; property and casualty insurance will be offered pursuant to the grandfather provision in

APPLICATIONS RECEIVED - Continued

section 601 (D) (i) of the Garn-St. Germain Depository Institutions Act) at U. S. Highway 52 and 176, Goose Creek, South Carolina, servicing the town of Goose Creek and the surrounding area, through its subsidiary, Provident Financial Corporation (3/14/83)

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin, notification of intent to engage in de novo activities (originating, acquiring, selling and servicing residential and commercial mortgage loans, for its own account or for the account of others, as well as making construction and development mortgage loans and performing such other incidental activities necessary to conduct mortgage banking activities) at 770 North Water Street, Milwaukee, Wisconsin, the geographic area to be served is nationwide, through its subsidiary, M&I Mortgage Company (3/10/83)

San Francisco

Valley Capital Corporation, Las Vegas, Nevada, notification of intent to engage in de novo activities (in structuring and making available leveraged and non-leveraged lease financing products relative to personal and real property, and acting as agent, broker and/or adviser therefor, in accordance with the Board's Regulation Y) at the main branch and branch banking offices of Valley Bank of Nevada, serving the entire State of Nevada, through its subsidiary, Valley Leasing Company, Inc. (3/18/83)

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REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.