

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1983 No. 14)

Actions of the Board; Applications and Reports

Received During the Week Ending April 9, 1983

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Wallich, Henry C., Governor, statement before the Subcommittee on International Trade, Investment and Monetary Policy of the House Banking, Finance, and Urban Affairs Committee regarding proposed expansion of resources for the International Monetary Fund.

Northwestern National Bank of Minneapolis, Minnesota, request to lease unused vault space at the Federal Reserve Bank of Minneapolis because its current building, to be vacated, was substantially damaged by fire in November 1982.

Temporary suspension of Regulation Q, Interest on Deposits, penalty for the withdrawal of time deposits prior to maturity from member banks for depositors affected by severe storms, flooding, and mud slides in designated California counties on March 11, 1983. (Docket No. R-0460)

New York	Issuance of subordinated capital note by European American Bank and Trust Company, New York, New York. <u>1/</u>
Boston	Baybank Middlesex, Burlington, Massachusetts, proposed merger with Baybank and Trust Company, Beverly, Massachusetts; report to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u>
Philadelphia	First National Bank of Jessup, Jessup, Pennsylvania, proposed merger with FNB National Bank, Jessup, under the title of the former and the charter of the latter; report to the Comptroller of the Currency on competitive factors. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

- Philadelphia First National Bank and Trust Company of Newton, Newton, Pennsylvania, proposed merger with FNB Interim National Bank, Newton, Pennsylvania, under the title of the former and the charter of the latter; report to the Comptroller of the Currency on competitive factors. 1/
- Philadelphia Johnstown Bank and Trust Company, Johnstown, Pennsylvania, proposed merger with Johnstown Interim Bank, Johnstown, Pennsylvania, under the title of the former and the charter of the latter; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Commercial Banking and Trust Company, Parkersburg, West Virginia, proposed merger with First Commercial Phantom Bank, Parkersburg, West Virginia, a proposed new bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Citizens Bank of Ville Platte, Ville Platte, Louisiana, proposed merger with CBI Bank, Ville Platte, Louisiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Citizens National Bank, Hammond, Louisiana, proposed merger with CNB National Bank, Hammond, Louisiana; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta First National Bank in Elberton, Elberton, Georgia, proposed merger with First Interim National Bank in Elberton, Elberton, Georgia; report to Comptroller of the Currency on competitive factors. 1/
- Atlanta State Bank and Trust Company, Donaldsonville, Louisiana, proposed merger with SBT Bank, Donaldsonville, Louisiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago American Interim National Bank and Trust Company, Rockford, Illinois, proposed consolidation with American National Bank and Trust Co., Rockford, Illinois, under the charter of American National Bank and Trust Co., and title of American National Bank and Trust Co.; report to the Comptroller of the Currency on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago Hawkeye Bank and Trust, Humboldt, Iowa, proposed merger with Livermore State Bank, Livermore, Iowa; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Oak Brook Bank, Oak Brook, Illinois, proposed merger with OBB Bank, Oak Brook, Illinois, under the charter of OBB Bank and title of Oak Brook Bank, report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Waterloo Savings Bank, Waterloo, Iowa, proposed merger with Waterloo State Bank, Waterloo, Iowa, under the charter and title of Waterloo Savings Bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- St. Louis National Bank of Mount Olive, Mount Olive, Illinois, proposed merger with NBM Bank, National Association, Mount Olive, Illinois (an interim bank); report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Bank of Pasadena, Pasadena, Texas, proposed merger with Texas Commerce Bank-Pasadena, Pasadena, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Security State Bank, Abilene, Texas, proposed merger with New Security State Bank, Abilene, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Farmers and Merchants Bank, Ladonia, Texas, proposed merger with New Ladonia Bank, Ladonia, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Deming National Bank, Deming, New Mexico, proposed merger with New Deming Bank, Deming, New Mexico; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas First State Bank of Smithville, Texas, proposed merger with New First State Bank of Smithville, Smithville, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas Southwest Bank, Mesquite, Texas, proposed merger with New Southwest Bank, Mesquite, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas First National Bank of Lancaster, Lancaster, Texas, proposed merger with New First Bank of Lancaster, Lancaster, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco Cottage Grove Bank, Cottage Grove, Oregon, proposed merger with Cottage Grove Interim Bank, Cottage Grove, Oregon, under the charter and title of the former; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco Interim Mercantile National Bank, Los Angeles, California, proposed merger with Mercantile National Bank, Los Angeles, California, under the charter and title of the latter; report to the Comptroller of the Currency on competitive factors. 1/
- Boston Bedford Bank, Bedford, New Hampshire, proposed merger with Londonberry Bank and Trust Company, Londonberry, New Hampshire; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Boston First National Vermont Corporation, Springfield, Vermont, extension of time to July 3, 1983, within which to acquire Bradford National Bank, Bradford, Vermont. 1/
- Philadelphia Colonial Bancorp, Inc., New Holland, Pennsylvania, extension of time from June 25, 1983 to September 25, 1983, within which to consummate the formation of the bank holding company through acquisition of 100 percent of the voting shares of New Holland Farmers National Bank, New Holland, Pennsylvania. 1/
- Philadelphia Keystone Heritage Group, Inc., Lebanon, Pennsylvania, extension of time from April 9, 1983 to July 9, 1983, within which to consummate the formation of the bank holding company through the acquisition of 100 percent of the voting shares of Lebanon Valley National Bank of Lebanon, Pennsylvania. 1/

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

ACTIONS OF THE BOARD - Continued

- Cleveland First Intercity Banc Corporation, Cleveland, Ohio, extension of time to May 31, 1983, within which to acquire First Bank National Association, Cleveland, Ohio. 1/
- Atlanta First Bankshares, Inc., Marianna, Florida, extension of time until July 5, 1983, within which to become a bank holding company through acquisition of the First Bank of Marianna, Florida. 1/
- Atlanta Tri-City Bancorp, Inc., Blountville, Tennessee, extension of time until July 12, 1983, within which to become a bank holding company through acquisition of Tri-City Bank and Trust Company, Blountville, Tennessee. 1/
- Atlanta Wakulla Bancorp, Crawfordville, Florida, extension of time until July 9, 1983, within which to become a bank holding company through acquisition of Wakulla County State Bank, Crawfordville, Florida. 1/
- Chicago Ravenswood Financial Corporation, Chicago, Illinois, extension of time to July 25, 1983, within which to become a bank holding company through acquisition of 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Bank of Ravenswood, Chicago, Illinois. 1/
- St. Louis Security Capital Corporation, Batesville, Mississippi, extension of time from April 7, 1983 until July 6, 1983, within which to become a bank holding company through acquisition of the successor by merger to Batesville Security Bank, Batesville, Mississippi. 1/
- St. Louis Farmers Investment Corporation, Little Rock, Arkansas, suspension of the 45-day period, expiring April 28, 1983, within which to become a bank holding company through the acquisition of at least 81.66 percent of the voting shares of Farmers Bank and Trust Company, Clarksville, Arkansas. 1/
- Kansas City Commerce Bancshares, Inc., Kansas City, Missouri, extension of time from April 14, 1983 to July 14, 1983, within which to consummate the acquisition of Commerce Bank of Lee's Summit, N.A., Lee's Summit, Missouri, and to open the bank. 1/

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

ACTIONS OF THE BOARD - Continued

- San Francisco Frontier Group Incorporated, Buena Park, California, extension of time to July 18, 1983, within which to become a bank holding company through acquisition of Frontier Bank, N.A., Buena Park, California. 1/
- San Francisco National Bankshares of La Jolla, La Jolla, California, extension of time to June 3, 1983, within which to become a bank holding company through acquisition of National Bank of La Jolla, La Jolla, California. 1/
- Atlanta Bank of York, York, Alabama, investment in bank premises. 1/
- San Francisco First Interstate Bank of California, Los Angeles, California, extension of time to April 23, 1984, within which to establish a branch in vicinity of the intersection of Highway 4 and Lone Tree Way, Antioch, California. 1/
- San Francisco First Interstate Bank of California, Los Angeles, California, extension of time to April 5, 1984, within which to establish a branch office in the vicinity of the intersection of Citrus Avenue and East Valley Parkway, Escondido, California. 1/
- San Francisco First Interstate Bank of California, Los Angeles, California, extension of time to April 12, 1984, within which to establish a branch office in the vicinity of the intersection of Hawthorne Boulevard and Skypark Drive, Torrance, California. 1/
- San Francisco Security Pacific International Bank, Los Angeles, California, extension of one year to April 13, 1984, within which to establish branches in Boston, Massachusetts and St. Louis, Missouri. 1/
- Minneapolis F.C.S.B. Financial, Inc., Chetek, Wisconsin, notice of intention not to disapprove the change of control. 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

- Richmond United Virginia Bank, Richmond, Virginia. To establish a branch at 6052 Burke Commons Road, Burke, Fairfax County, Virginia. 1/
- Atlanta Bank Independent, Sheffield, Alabama. To establish a branch at 105 North Main Street, Cherokee, Alabama. 1/
- Chicago The Northern Trust Company, Chicago, Illinois. To establish an ATM at Walgreens Drug Store, 2317 N. Clark Street, Chicago, Illinois. 1/
- Chicago Michigan Bank-Port Huron, Port Huron, Michigan. To establish a branch at 6690 S. River Road, Marine City, Michigan. 1/
- Chicago Michigan Bank-Port Huron, Port Huron, Michigan. To establish a branch at 2314 Pine Grove, Port Huron, Michigan. 1/

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

Approved

- San Francisco Western Security Bank, Phoenix, Arizona. 1/

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

Not Disapproved

- Minneapolis C.S.B. Financial, Inc., Chetek, Wisconsin. 1/

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

ACTIONS OF THE BOARD - Continued

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

- Approved
- Minneapolis** Northwest International Bank, Minneapolis, Minnesota: grants consent to purchase and hold, directly or indirectly, 100 percent of the shares of Northwest Asia Limited, Hong Kong.
- Dallas** Sixty-Day Notification Period Allowed to Expire
RepublicBank Corporation, Dallas, Texas: no objection to make an initial investment in RepublicBank Overseas Finance Corporation, N.V., Netherlands Antilles.
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- To Form a Bank Holding Company Pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956
- Boston** Approved
Cambridge Bancorp, Cambridge, Massachusetts, for approval to acquire 100 percent of the voting shares of Cambridge Trust Company, Cambridge, Massachusetts. 1/
- Philadelphia** Commerce Bancorp, Inc., Evesham Township (Marlton), New Jersey, for approval to acquire 100 percent of the voting shares of Commerce Bank, N.A., Evesham Township (Marlton), New Jersey. 1/
- Richmond** CCB Financial Corporation, Durham, North Carolina, for approval to acquire 100 percent of the voting shares of the successor by merger to Central Carolina Bank and Trust Company, National Association, Durham, North Carolina. 1/
- Atlanta** First United Corporation, Jackson, Mississippi, for approval to acquire at least 80 percent of the voting shares of Ashland Capital Corporation, Ashland, Alabama. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta South Mississippi Capital Company, Prentiss, Mississippi, for approval to acquire 100 percent of the voting shares of South Mississippi Bank, Prentiss, Mississippi. 1/
- Chicago Mercantile Bancorp, Inc., Hammond, Indiana, for approval to acquire at least 80 percent or more of the voting shares of Mercantile National Bank of Indiana, Hammond, Indiana. 1/
- Chicago St. Ansgar Bancorporation, St. Ansgar, Iowa, for approval to acquire at least 80 percent of the voting shares of St. Ansgar State Bank, St. Ansgar, Iowa. 1/
- Chicago Upbancorp, Inc., Chicago, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to Uptown National Bank of Chicago, Chicago, Illinois. 1/
- Chicago WCB Corporation, Omro, Wisconsin, for approval to acquire at least 94.86 percent or more of the voting shares of Winnebago County Bank, Omro, Wisconsin.
- St. Louis First Citizens Bancshares, Inc., Dyersburg, Tennessee, for approval to acquire 100 percent of the voting shares of the successor by merger to First-Citizens National Bank of Dyersburg, Dyersburg, Tennessee. 1/
- St. Louis First Service Bancshares, Inc., Greenville, Kentucky, for approval to acquire 100 percent of the voting shares of the successor by merger to First State Bank of Greenville, Greenville, Kentucky. 1/
- St. Louis Purchase Area Bancorp, Inc., Bardwell, Kentucky, for approval to acquire at least 80-100 percent of the voting shares of Bardwell Deposit Bank, Bardwell, Kentucky. 1/
- Kansas City Bazine Bancorp, Inc., Bazine, Kansas, for approval to acquire at least 80 percent of the voting shares of The Bazine State Bank, Bazine, Kansas. 1/
- Kansas City Fairplay Bancorporation, Inc., Fairplay, Colorado, for approval to acquire at least 90.4 percent of the voting shares of The Bank of Fairplay, Fairplay, Colorado. 1/

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

ACTIONS OF THE BOARD - Continued

- Kansas City T-Mark, Inc., Cheyenne, Wyoming, for approval to acquire at least 92.1 percent of the voting shares of Farmers State Bank, Lyman, Nebraska. 1/
- Dallas Alvord Financial Corporation, Alvord, Texas, for approval to acquire at least 95.5 percent of the voting shares of Alvord National Bank, Alvord, Texas. 1/
- Dallas Bay Bancshares, Inc., La Porte, Texas, for approval to acquire at least 80 percent of the voting shares of Bayshore National Bank of La Porte, La Porte, Texas and Bayport National Bank, La Porte, Texas. 1/
- Dallas Gaines Bancshares, Inc., Seminole, Texas, for approval to acquire at least 80 percent of the voting shares of First National Bank, Seminole, Texas. 1/
- Dallas Pharr Financial Corporation, Pharr, Texas, for approval to acquire at least 80 percent of the voting shares of Security State Bank, Pharr, Texas. 1/

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

Approved

- Kansas City Arkansas Valley Banc Shares, Inc., Hutchinson, Kansas; Northwest Kansas Banc Shares, Inc., Hutchinson, Kansas; Santa Fe Trail Banc Shares, Inc., Hutchinson, Kansas; Southwest Kansas Banc Shares, Inc., Hutchinson, Kansas, for approval to acquire 16.7 percent each of the voting shares of Garden Banc Shares, Inc., Hutchinson, Kansas, and thereby indirectly acquire The Fourth Bank of Garden City, N.A., Garden City, Kansas, a proposed new bank.

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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

- Returned
- Atlanta First Railroad & Banking Company of Georgia, Augusta, Georgia, notification of intent to engage in de novo activities (in data processing activities) in Montgomery, Alabama, through an existing subsidiary, First Financial Management Corporation (3/3/83) 3/
- Approved
- Richmond The Maybaco Company and Equitable Bancorporation, both of Baltimore, Maryland, for approval to directly acquire at least 49 percent of the shares of voting common stock and 65.3 percent of the shares of nonvoting preferred stock of ABG Associates, Inc., Baltimore, Maryland.
- Chicago St. Ansgar Bancorporation, St. Ansgar, Iowa, for approval to engage in general insurance activities in a town with a population of less than 5,000. 1/
- San Francisco Orange Bancorp, Fountain Valley, California, for approval to acquire 100 percent of the voting shares of Prudential Bancorp, Long Beach, California and its wholly owned subsidiary, Southern Pacific Thrift and Loan Association, Long Beach, California, a company that would engage in industrial banking, leasing personal property and acting as agent for the sale of credit life, accident and health insurance. 1/
- Reactivated
- Boston Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (the origination, sale and servicing of first and second mortgage loans, the sale of credit life and credit health and accident insurance offered in connection with extensions of credit, which insurance would be reinsured by an affiliate, Motor Life Insurance Company, Jacksonville, Florida; and the sale of casualty insurance on

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

property mortgaged in connection with extensions of credit) at Suite F, 4277 Memorial Drive, Decatur, Georgia, serving the city of Decatur and the greater metropolitan area of Atlanta, Georgia, through its subsidiary, DAC Corporation of Georgia (4/8/83) 3/

Kansas City

Colorado National Bankshares, Inc., Denver, Colorado, for approval to expand its credit life and disability and hazard insurance coverages, through its subsidiary, Colorado National Insurance Agency, to six of its recently acquired subsidiary banks: Colorado National Bank-Arvada, Arvada, Colorado; Colorado National Bank-Aurora, Aurora, Colorado; Colorado National Bank-Boulder, Boulder, Colorado; Colorado National Bank-Exchange, Colorado Springs, Colorado; Colorado National Bank-Belmont, Pueblo, Colorado; and Colorado National Bank-Pueblo, Pueblo, Colorado; the respective geographic scopes for the above locations will be the city of Arvada, Colorado and the eastern portion of Golden, Colorado; the City of Aurora, Colorado; the city of Boulder, Colorado; El Paso County plus the town of Woodland Park, Colorado and Pueblo County, Colorado (4/7/83) 3/

Permitted

Boston

First National Boston Corporation, Boston, Massachusetts, notification of intent to engage in de novo activities (providing management consulting advice to non-affiliated bank and nonbank depository institutions) at 100 Federal Street, Boston, Massachusetts, serving the entire United States, through its indirect subsidiary, FBC, Inc. (4/7/83) 3/

Boston

Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (the underwriting, through reinsurance, of credit life and credit accident and health insurance directly related to extensions of credit) in Jacksonville, Florida, the service area for this activity would be the State of South Carolina, through its indirect subsidiary, The Motor Life Insurance Company (4/7/83) 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

- Boston Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (the origination, sale and servicing of first and second mortgage loans; acting as agent in the sale of credit life and credit accident and health insurance) at Suite 502, 3700 Forest Drive, Columbus, South Carolina and Suite 500-A, Piedmont East, 37 Villa Road, Greenville, South Carolina, serving central and north-western South Carolina, through its subsidiary, UnionMortgage Corporation of S. C. (4/7/83)
- New York Bankers Trust New York Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (making or acquiring loans or other extensions of credit such as would be made by a commercial finance company, including commercial loans secured by a borrower's accounts receivable, inventory or other assets; purchasing or acquiring accounts receivable and making advances thereon as would be done by a factor; servicing such loans or accounts for others; and acquiring and selling participations in such obligations) at Suite 1801, Cain Tower, 229 Peachtree Street NE, Atlanta, Georgia, through its wholly-owned subsidiary, BT Commercial Corporation (4/7/83) 3/
- New York Barclays Bank PLC and Barclays Bank International Limited, both of London, England, request permission to relocate an office engaging in the following activities (lease financing of personal property by means of leases that meet the standards of Section 225.4(a)(6) of Regulation Y) from 9545 Katy Freeway, Houston, Texas to Texas Commerce Tower, 600 Travis, Houston, Texas, through its subsidiary, BarclaysAmerican/Leasing, Inc. (4/3/83) 3/
- Cleveland BancOhio Corporation, Columbus, Ohio, notification of intent to engage in de novo activities (making, acquiring, or servicing for its own account or for the account of others, all types of residential and commercial mortgage loans and other extensions of credit [including issuing letters of credit and accepting drafts]) at 1 Cascade Plaza, Akron, Ohio, through its subsidiary, BancOhio Mortgage Company (4/7/83) 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

- Richmond South Carolina National Corporation, Columbia, South Carolina, notification of intent to engage in de novo activities (making or acquiring loans or extensions of credit for its own account such as would be made by a consumer finance company; servicing loans and other extensions of credit for the account of others; and offering credit life, credit accident and health, and property insurance directly related to its extensions of credit) at 1215 Rear Bush River Road, Columbia, South Carolina, through its subsidiary, Provident Financial Corporation (4/7/83) 3/
- Minneapolis Northstar Bancorporation, Wayzata, Minnesota, notification of intent to engage in de novo activities (making and acquiring, for its own accounts or for the accounts of others, loans including, but not limited to, permanent and construction financing of residential, income producing, and development projects, and other extensions of credit such as would be made, for example, by a mortgage banking company; and servicing of loans and other extensions of credit for any person or company) at 900 East Wayzata Boulevard, Wayzata, Minnesota, servicing Minnesota, through its subsidiary, Wayzata Realty Company (4/6/83) 3/
- Minneapolis Northwest Bancorporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (consumer and commercial finance, and the sale of credit-related insurance, including credit life, credit accident and health and property and credit-related casualty insurance related to extensions of credit by Dial Finance Company of California [such sale of credit-related insurance being a permissible activity under Subparagraph D of Title VI of the Garn-St. Germain Depository Institutions Act of 1982]) from 15730 East La-Forge Street, Whittwood Center, Whittier, California to 1015 East Imperial Highway, Suite C-1, Brea, California, serving Brea, California, and other nearby suburbs of Los Angeles, California, through its subsidiary, Dial Finance Company of California (4/7/83) 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

- Kansas City Colorado National Bankshares, Inc., Denver, Colorado, for approval to expand its credit life and disability and hazard insurance coverages, through its subsidiary, Colorado National Insurance Agency, to six of its recently acquired subsidiary banks: Colorado National Bank-Arvada, Arvada, Colorado; Colorado National Bank-Aurora, Aurora, Colorado; Colorado National Bank-Boulder, Boulder, Colorado; Colorado National Bank-Exchange, Colorado Springs, Colorado; Colorado National Bank-Belmont, Pueblo, Colorado; and Colorado National Bank-Pueblo, Pueblo, Colorado; the respective geographic scopes for the above locations will be the city of Arvada, Colorado and the eastern portion of Golden, Colorado; the City of Aurora, Colorado; the city of Boulder, Colorado; El Paso County plus the town of Woodland Park, Colorado and Pueblo County, Colorado (4/8/83) 3/
- Kansas City Kansas Bancorporation, Inc., Kansas City, Kansas, notification of intent to engage in de novo activities (in mortgage lending activities) in Overland Park, Kansas, these activities will be performed in the metropolitan Kansas City area, through its subsidiary, Kansas Mortgage Company (4/5/83) 3/
- San Francisco Torrey Pines Group, Solana Beach, California, notification of intent to engage in de novo activities (mortgage banking activities, including negotiating, making, acquiring, servicing, selling, buying and/or exchanging for its own account or for the account of others, real property sales contracts and promissory notes secured directly or collaterally by liens on real property or such other extensions of credit as would be made or arranged by a mortgage banking company) in Solana Beach, California, serving the states of California, Arizona, Nevada, New Mexico, Texas, Utah, Oregon and Washington, through its subsidiary, Torrey Pines Equity Corp. (4/4/83) 3/
- San Francisco Trabanc, Salt Lake City, Utah, notification of intent to engage in de novo activities (providing management consulting advice to institutions such as savings and loan associations, mutual savings banks, credit unions, industrial banks, Morris Plan banks, cooperative banks, and industrial loan companies; such bank management consulting advice would include,

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

ACTIONS OF THE BOARD - Continued

- Kansas City Colorado National Bankshares, Inc., Denver, Colorado, for approval to expand its credit life and disability and hazard insurance coverages, through its subsidiary, Colorado National Insurance Agency, to six of its recently acquired subsidiary banks: Colorado National Bank-Arvada, Arvada, Colorado; Colorado National Bank-Aurora, Aurora, Colorado; Colorado National Bank-Boulder, Boulder, Colorado; Colorado National Bank-Exchange, Colorado Springs, Colorado; Colorado National Bank-Belmont, Pueblo, Colorado; and Colorado National Bank-Pueblo, Pueblo, Colorado; the respective geographic scopes for the above locations will be the city of Arvada, Colorado and the eastern portion of Golden, Colorado; the City of Aurora, Colorado; the city of Boulder, Colorado; El Paso County plus the town of Woodland Park, Colorado and Pueblo County, Colorado (4/8/83) 3/
- Kansas City Kansas Bancorporation, Inc., Kansas City, Kansas, notification of intent to engage in de novo activities (in mortgage lending activities) in Overland Park, Kansas, these activities will be performed in the metropolitan Kansas City area, through its subsidiary, Kansas Mortgage Company (4/5/83) 3/
- San Francisco Torrey Pines Group, Solana Beach, California, notification of intent to engage in de novo activities (mortgage banking activities, including negotiating, making, acquiring, servicing, selling, buying and/or exchanging for its own account or for the account of others, real property sales contracts and promissory notes secured directly or collaterally by liens on real property or such other extensions of credit as would be made or arranged by a mortgage banking company) in Solana Beach, California, serving the states of California, Arizona, Nevada, New Mexico, Texas, Utah, Oregon and Washington, through its subsidiary, Torrey Pines Equity Corp. (4/4/83) 3/
- San Francisco Trabanc, Salt Lake City, Utah, notification of intent to engage in de novo activities (providing management consulting advice to institutions such as savings and loan associations, mutual savings banks, credit unions, industrial banks, Morris Plan banks, cooperative banks, and industrial loan companies; such bank management consulting advice would include,

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

APPLICATIONS RECEIVED

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

Chicago Citizens Bank, Sheboygan, Wisconsin, to merge with
Citizens North Side Bank, Sheboygan, Wisconsin. 2/

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

New York Citibank Overseas Investment Corporation, Wilmington,
Delaware: prior notification of intent to make an
additional investment in Citibank Financial Trust
Limited, London, England.

New York Citibank Overseas Investment Corporation, Wilmington,
Delaware: prior notification of intent to acquire,
directly or indirectly, additional shares of The
Diners Club Benelux S.A., Brussels, Belgium.

New York Citicorp, New York, New York: prior notification of
intent to establish, directly or indirectly, a
de novo export trading company subsidiary in New
York, New York, to be named Citicorp International
Trading Corporation.

Chicago Comerica Bank International, Detroit, Michigan: requests
consent to amend its Articles of Association so that
its corporate purposes include establishment of a
domestic branch.

* * * * *

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

Cleveland Belmont Bancorp, Bridgeport, Ohio, for approval to
acquire 100 percent of the voting shares of Belmont
County National Bank, St. Clairsville, Ohio. 2/

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

APPLICATIONS RECEIVED - Continued

- Atlanta Colony Bankcorp, Inc., Fitzgerald, Georgia, for approval to acquire 100 percent of the voting shares of The Bank of Fitzgerald, Fitzgerald, Georgia. 2/
- Atlanta First United Bancorp, Inc., Florence, Alabama, for approval to acquire 100 percent of the voting shares of First National Bank of Florence, Florence, Alabama. 2/
- Atlanta North East Bancshares, Inc., Henagar, Alabama, for approval to acquire at least 80 percent of the voting shares of Northeast State Bank of Alabama, Henagar, Alabama. 2/
- Chicago First State Bancorp, Inc., Marion, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to The First State Bank of Dunkirk, Dunkirk, Indiana. 2/
- St. Louis Century State Bancshares, Inc., Columbia, Missouri, for approval to acquire at least 80 percent of the voting shares of Century State Bank, Columbia, Missouri. 2/
- St. Louis First Bank Capital Corporation, Tupelo, Mississippi, for approval to acquire 100 percent of the voting shares of the successor by merger to First Citizens National Bank, Tupelo, Mississippi. 2/
- St. Louis Planters Financial Corporation, Hopkinsville, Kentucky, for approval to acquire 100 percent of the voting shares of Planters Bank & Trust Company, Hopkinsville, Kentucky. 2/
- Minneapolis Clear Lake Bancorp Inc., Clear Lake, Wisconsin, for approval to acquire at least 80.6 percent of the voting shares of Bank of Clear Lake, Clear Lake, Wisconsin. 2/
- Kansas City Marshall Bancshares, Inc., Marshall, Oklahoma, for approval to acquire at least 80 percent of the voting shares of Bank of Marshall, Marshall, Oklahoma. 2/
- Dallas First Rockwall Bancshares, Inc., Rockwall, Texas, for approval to acquire at least 80 percent of the voting shares of The First State Bank, Rockwall, Texas. 2/

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

APPLICATIONS RECEIVED - Continued

- Dallas Jena Holding Company, New Orleans, Louisiana, for approval to acquire at least 88.6 percent of the voting shares of LaSalle Bancshares, Inc., Jena, Louisiana and indirectly 96.8 percent of the voting shares of The LaSalle State Bank, Jena, Louisiana. 2/
- Dallas Northway Bancshares, Inc., Richardson, Texas, for approval to acquire at least 80 percent of the voting shares of Richardson National Bank, Richardson, Texas and Northway National Bank, Addison, Texas. 2/
- Dallas Union of Texas Bancshares, Inc., Houston, Texas, for approval to acquire at least 80 percent of the voting shares of Union Bank of Houston, Houston, Texas. 2/
- Dallas Uvalde Bancshares, Inc., Uvalde, Texas, for approval to acquire 100 percent of the voting shares of The Uvalde Bank, Uvalde, Texas. 2/
- Dallas Walz-Stuart Agency, Inc., St. Paul, Minnesota, for approval to acquire at least 70.6 percent of the voting shares of First Sierra National Bank, Truth or Consequences, New Mexico. 2/
- San Francisco Central Bancorporation, Wenatchee, Washington, for approval to acquire 100 percent of the voting shares of Central Washington Bank, Wenatchee, Washington. 2/
- San Francisco Davis County Bancorporation, Salt Lake City, Utah, for approval to acquire at least 80 percent of the voting shares of Davis County Bank, Farmington, Utah. 2/

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

- Philadelphia Independence Bancorp, Inc., Perkasie, Pennsylvania, for approval to acquire 100 percent of the voting shares of Union Bank and Trust Company of Eastern Pennsylvania, Bethlehem, Pennsylvania. 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

- Chicago First Illinois Corporation, Evanston, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to The Wilmette Bank, Wilmette, Illinois. 2/
- St. Louis Union Illinois Company, East St. Louis, Illinois, for approval to acquire at least 81 percent of the voting shares of The State Bank of Jerseyville, Jerseyville, Illinois. 2/
- Kansas City First National of Nebraska, Inc., Omaha, Nebraska, for approval to acquire at least 92.6 percent of the voting shares of Valley State Bank, Yankton, South Dakota. 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

- Philadelphia Independence Bancorp, Inc., Perkasie, Pennsylvania, for approval to merge with Cheltenham Corporation, Cheltenham, Pennsylvania and indirectly acquire Cheltenham Bank, Cheltenham, Pennsylvania. 2/

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

- New York Chemical New York Corporation, New York, New York, for approval to engage through its wholly-owned subsidiary, Chemical Mortgage Company, Columbus, Ohio, in arranging equity financing.
- New York Manufacturers Hanover Corporation, New York, New York, requests permission to expand the service area of an office engaging in the following activities (arranging, making, or acquiring, for its own account or the account of others, extensions of credit such as could be made by a consumer finance company and the sale as agent or broker of credit life and credit

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

- accident and health insurance directly related to extensions of credit by Finance One) at Deer Valley Shopping Center, 4245 W. Thunderbird Road, Phoenix, Arizona, through its subsidiary, Finance One Mortgage of Arizona, Inc. (4/7/83)
- Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (the general activities of a mortgage banking company, including the origination, sale and servicing of mortgage loans which encompasses the origination of one-to-four family residential mortgage loans, residential and commercial construction loans, and multifamily residential and nonresidential mortgage loans; the sale and servicing of such loans for institutional investors; and the sale of credit-related insurance including credit-accident and health, credit-life, and property and credit-related casualty insurance related to extensions of credit [such sale of credit-related insurance being a permissible activity under Subparagraph D of Title VI of the Garn-St. Germain Depository Institutions Act of 1982]) at 300 East McNeese Street, Lake Charles, Louisiana, through its subsidiary, Carruth Mortgage Corporation (4/1/83)
- Cleveland PNC Financial Corp, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (making or acquiring and servicing for its own accounts and/or the accounts of others, loans and other extensions of credit) in the metropolitan area of Dallas, Texas, through its subsidiary, The Kissell Company (4/5/83)
- Richmond Southern Bancorporation, Inc., Greenville, South Carolina, for approval to acquire the assets of Bibb Investment Company, Macon, Georgia.
- Richmond Southern Bancorporation, Inc., Greenville, South Carolina, for approval to acquire the assets of General Finance Company, Beaumont, Texas.
- Atlanta Citizens and Southern Georgia Corporation, Atlanta, Georgia, notification of intent to engage in de novo activities (in consumer and commercial finance activities, including the extension of direct loans to consumers, the discount of retail and installment notes or contracts, the purchase of real estate notes, the extension of direct loans to dealers for the financing of inventory [floor planning], and working capital purposes; making, acquiring or soliciting, for its own account or for the account of others, loans and other extensions of credit;

APPLICATIONS RECEIVED - Continued

- and acting as agent for the sale of life, accident and health, and physical damage insurance directly related to its extensions of credit) at 5536 Central Avenue, St. Petersburg, Florida and 671 Beville Road, South Daytona, Florida, serving the areas in and surrounding Tampa/St. Petersburg and South Daytona, Florida, and Central Florida, through its subsidiaries, Family Credit Services, Inc.; Family Credit Services, Inc. (FLA) and Family Mortgage Brokers, Inc. (4/1/83)
- Chicago - First Chicago Corporation, Chicago, Illinois, notification of intent to engage in de novo activities (in 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 custodial nature]) 14625 N. Del Webb Blvd., Sun City, Arizona, the geographic area to be served will be Sun City, Arizona, through its wholly-owned subsidiary, First Chicago Trust Company of Arizona (3/31/83)
- Chicago First Wisconsin Corporation, Milwaukee, Wisconsin, notification of intent to engage in de novo activities (making and acquiring, for its own account or for the account of others, loans and other extensions of credit such as would be made by a mortgage company; and acting as agent for the sale of credit life and accident and health insurance directly related to its extensions of credit) at 777 East Wisconsin Avenue, Milwaukee, Wisconsin, the geographic area to be served will be the State of Wisconsin, through its subsidiary, RE Services, Inc. (3/25/83)
- Chicago Franklin Capital Corporation, Wilmette, Illinois, notification of intent to acquire 100 percent of the voting shares of Affiliated Secured Lending Services, Inc., Wilmette, Illinois, and to engage as agent in servicing for the account of others, loans and other extensions of credit (3/30/83)
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, notification of intent to engage in de novo activities (will serve as managing general agent with respect to insurance related to extensions of credit by applicant's subsidiary banks) in Houston and in a branch office in El Paso, Texas, through its subsidiary, Pyramid Agency, Inc. (4/5/83)

APPLICATIONS RECEIVED - Continued

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand 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; the aforementioned types of credit-related insurance are permissible under Section 4(c)(8)(A) of the Bank Holding Company Act of 1956, as amended by the Garn-St. Germain Depository Institutions Act of 1982; credit-related property insurance will not be offered; 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, 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 Plaza Office Building, 105 Underpass Way, Hagerstown, Maryland, serving the entire states of Maryland, Pennsylvania, Virginia and West Virginia, through its indirect subsidiary, FinanceAmerica Corporation (a Maryland corporation) (4/9/83)

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand de novo activities (in the additional activity of issuing investment certificates under the Minnesota Industrial Loan and Thrift Company Act, and to continue to engage in the activities of making or acquiring for its own account loans and other extensions of credit such as are made or acquired by a finance or industrial loan company, servicing loans and other extensions of credit, and offering credit-related life, credit-related accident and health, and credit-related property insurance; the aforementioned types of credit-related insurance are permissible under Section 4(c)(8)(D) of the Bank Holding Company Act of 1956, as amended by the Garn-St. Germain Depository Institutions Act of 1982; such activities will include, but not be limited to, issuing investment certificates (intrastate only), making consumer

APPLICATIONS RECEIVED - Continued

installment loans, purchasing installment sales finance contracts, making loans and other extensions of credit to businesses, making loans secured by real and personal property and offering credit-related life insurance, credit-related accident and health insurance, and credit-related property insurance in connection with extensions of credit made or acquired by FinanceAmerica Thrift Corporation; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of FinanceAmerica Thrift Corporation) in St. Cloud, Minnesota, serving the state of Minnesota, through its indirect subsidiary, FinanceAmerica Thrift Corporation (a Minnesota corporation) (4/9/83)

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand 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; the aforementioned types of credit-related insurance are permissible under Section 4(c)(8)(A) of the Bank Holding Company Act of 1956, as amended by the Garn-St. Germain Depository Institutions Act of 1982; credit-related property insurance will not be offered; such activities will include, but not be limited to, making consumer installment loans, purchasing installment sales finance contracts, making loans secured by real and personal property, and offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by FinanceAmerica Corporation and FinanceAmerica Industrial Plan Inc.; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of both FinanceAmerica Corporation and FinanceAmerica Industrial Plan Inc.) at 1135 N.W. 23rd Avenue K, Gainesville, Florida, serving the entire state of Florida, through its indirect subsidiaries, FinanceAmerica Corporation and FinanceAmerica Industrial Plan Inc. (both Florida corporations) (4/8/83)

APPLICATIONS RECEIVED - Continued

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand 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, credit-related accident and health insurance and credit-related property insurance; the aforementioned types of credit-related insurance are permissible under Section 4(c)(8)(D) of the Garn-St. Germain Depository Institutions Act of 1982; 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 secured by real and personal property, and offering credit-related life, credit-related accident and health and credit-related property 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 Anniston, Alabama, serving the entire state of Alabama, through its indirect subsidiary, FinanceAmerica Corporation (an Alabama corporation) (4/5/83)

San
Francisco

The Wilshire Bancorporation, Los Angeles, California, notification of intent to engage in de novo activities (conducting interest rate sensitivity analyses on behalf of subscribers, furnishing pro-forma policies, procedures, and internal controls to subscribing financial institutions and non-bank depository institutions; Applicant also proposes to engage from time to time in providing consulting to subscribers on topics generally encompassing effects on interest rate sensitivity on earnings, traditional methods of adjusting asset-liability interest rate sensitivity mismatches, and regulated means of interest income protection) at 4155 Wilshire Boulevard, Los Angeles, California, serving the state of California (4/5/83)

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REPORTS RECEIVED

None.

APPLICATIONS RECEIVED - Continued

PETITIONS FOR RULEMAKING

None.