

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1983 No. 26)

Actions of the Board; Applications and Reports

Received During the Week Ending July 2, 1983

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Statement by John E. Ryan, Director, Division of Banking Supervision and Regulation, before the Commerce, Consumer and Monetary Affairs Subcommittee of the House Committee on Government Operations, to discuss the role of the banking agencies in the Government's efforts to identify and prosecute violations of criminal laws by officers, directors or other bank employees.

Request for comment on a proposal to revise the fee structures for the Federal Reserve's definitive securities safekeeping and noncash collection services; comment must be received by August 8, 1983 (Docket No. R-0475)

Meeting of the Consumer Advisory Council on July 20 and 21, in sessions open to the public.

- New York Citizens First National Bank of New Jersey, Ridgewood, New Jersey, proposed merger with Bergen State Bank, Bergenfield, New Jersey; report to the Comptroller of the Currency on competitive factors. 1/
- New York Broadway Bank & Trust Company, Paterson, New Jersey, proposal to merge Anthony Wayne Bank, Wayne, New Jersey; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- New York Columbus Trust Company, Newburgh, New York, extension of time to July 10, 1984, within which to establish a branch office in the immediate vicinity of the intersection of Quaker Avenue and Angola Road, Town of Cornwall, New York. 1/

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

ACTIONS OF THE BOARD - Continued

- New York United Jersey Bank, Hackensack, New Jersey, extension of time to September 3, 1984, within which to establish a branch office at 9 Campus Drive, Prudential Business Campus, intersection of Routes 10 and 202, Parsippany-Troy Hills, New Jersey. 1/
- New York South Norwalk New Bank, National Association, South Norwalk, Connecticut, proposal to merge Citizen's National Bank of Fairfield, Fairfield, Connecticut; report to the Comptroller of the Currency on competitive factors. 1/
- New York First National State Bank-Hudson, Bayonne, New Jersey, proposal to merge First National Bank of New Jersey, Totowa, New Jersey; report to the Comptroller of the Currency on competitive factors. 1/
- Philadelphia Citizens National Bank and Trust Company of Waynesboro, Pennsylvania, proposal to merge with Citizens Interim National Bank and Trust Company of Waynesboro, under the charter of the latter and with the title of the former; report to the Comptroller of the Currency on competitive factors. 1/
- Cleveland Harter Bank & Trust Company, Canton, Ohio, extension of time to June 17, 1984, within which to establish a branch at 3050 Lincolnway East, Massillon, Ohio. 1/
- Richmond Community Bank and Trust, N.A., Fairmont, West Virginia, proposed merger with Middletown National Bank, Fairmont, West Virginia; report to the Comptroller of the Currency on competitive factors. 1/
- Richmond Citizens Trust Bank, Portsmouth, Virginia, a proposed new bank; proposed merger with C. T. Bank, Portsmouth, Virginia, a proposed new bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Mercer County Bank, Princeton, West Virginia, proposed merger with MCB Bank, Princeton, West Virginia, a proposed new bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Twentieth Street Bank, Huntington, West Virginia, proposed merger with TSB Bank, Inc., Huntington, West Virginia, a proposed new bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta Bank of Loudon County, Lenoir City, Tennessee, proposed merger with Loudon County Interim Bank, Lenoir City, Tennessee; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Ellis Bank and Trust Company, Sarasota, Florida, proposed merger with Ellis Ft. Myers Bank, Ft. Myers, Florida; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Northwest Georgia Bank, Ringgold, Georgia, proposed merger with Northwest Interim Bank, Ringgold, Georgia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Exchange Bank of Wrightsville, Wrightsville, Georgia, proposed merger with Exchange Interim, Inc., Wrightsville, First State Bank, Marshallville, and Bank of Fort Valley, Fort Valley, Georgia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta First National Bank of Atlanta, Atlanta, Georgia, proposed merger with First National Bank of Cartersville, Cartersville, Georgia; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago People's Trust Company, Brookville, Indiana, proposal to merge with The Farmers and Merchants State Bank, Oldenburg, Indiana, under the charter and title of People's Trust Company; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Bank of Western Indiana, Covington, Indiana, proposal to merge with The Hillsboro State Bank, Hillsboro, Indiana, under the charter and title of Bank of Western Indiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- St. Louis Citizens National Bank of Danville, Danville, Kentucky, proposal to merge with CBD Bank, National Association, Danville, Kentucky; 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

- St. Louis Planters Financial Corporation, Hopkinsville, Kentucky, extension of time to November 18, 1983, within which to become a bank holding company through the acquisition of the successor by merger to Planters Bank & Trust Company, Hopkinsville, Kentucky. 1/
- St. Louis Planters Bank & Trust Company, Hopkinsville, Kentucky, extension of time to November 18, 1983, within which to merge with The Big Friendly Bank Corporation, Hopkinsville, Kentucky. 1/
- Kansas City First Wyoming Bancorporation, Cheyenne, Wyoming, extension of time to October 11, 1983, within which to acquire State Bank of Big Piney, Big Piney, Wyoming. 1/
- Kansas City Equitable Bankshares of Colorado, Inc., Denver, Colorado, extension of time to September 22, 1983, within which to acquire EquiBank - South, N.A., Arapahoe County, Colorado. 1/
- Dallas Victoria Bankshares, Inc., Victoria, Texas, extension of time to October 31, 1983, within which to acquire Cibolo State Bank, Cibolo, Texas. 1/
- Dallas Victoria Bankshares, Inc., Victoria, Texas, extension of time to September 30, 1983, in which to acquire American National Bank of Bay City, Bay City, Texas. 1/
- San Francisco Deregistration as a lender on securities under Regulation G for Hewlett-Packard Company, Palo Alto, California. 1/
- San Francisco Larchmont Bancorp, Los Angeles, California, extension of time to October 14, 1983, within which to become a bank holding company through the acquisition of Larchmont National Bank, a proposed new bank, Los Angeles, California. 1/
- San Francisco Custer County Bank, Challis, Idaho, proposed merger with First Security Bank of Idaho, N.A., Boise, Idaho, under the title and charter of the latter; 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

San
Francisco

Grand Canyon State Bank, Gilbert, Arizona, proposed purchase of assets and assumption of liabilities of the Baseline Road, Mesa, Arizona, branch of Southwest Savings and Loan Association, Phoenix, Arizona; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

San
Francisco

Peoples National Bank of Washington, Seattle, Washington, proposed purchase of the Fifth and Washington branch and the Legion and Jefferson branch of Tumwater State Bank, Olympia, Washington, under the charter and title of the former; 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 - ContinuedIssued Intent Not to Disapprove Change of Control
Pursuant to Change in Bank Control Act of 1978Not Disapproved

St. Louis Elizabethtown Bancshares, Inc., Elizabethtown, Kentucky. 1/

Kansas City Wamego Bancshares, Inc., Wamego, Kansas. 1/

Dallas Security Bankshares, Inc., Wellington, Texas. 1/

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

Richmond Salem Bank and Trust, Salem, Virginia. To establish a
branch in the West Gate Shopping Center, 1300 West
Main Street, Salem, Virginia. 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 amendedWithdrawn

San Francisco Crocker National Bank, San Francisco, California:
requests permission for Applicant to increase its
acceptance limit from 150 to 200 percent of capital
and surplus.

Approved

New York Citibank Overseas Investment Corporation, Wilmington,
Delaware, for after the fact consent for its invest-
ment in Walwyn Inc., Toronto, Ontario, Canada,
notwithstanding Walwyn's engaging in domestic business
in the United States through a wholly-owned subsidiary,
Walwyn Securities, Inc., New York, New York.

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

ACTIONS OF THE BOARD - Continued

Atlanta European American Bank International, Miami, Florida: grants consent to amend Articles FIRST, THIRD, and FOURTH of its Articles of Association to change its name to European American Bank International, Los Angeles, to relocate its home office to Los Angeles, California.

Atlanta Barnett Banks of Florida, Inc., Jacksonville, Florida: grants consent to purchase and hold, directly or indirectly, all of the shares of Barnett Overseas Finance, N.V., Curacao, Netherlands Antilles.

Sixty-Day Notification Period Waived

Chicago First Chicago International Finance Corporation, Chicago, Illinois: no objection to make an additional investment in a joint venture deposit taking company, CCIC Finance Limited, Hong Kong.

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

Approved

Boston Community Bancorp, Derby, Vermont, for approval to acquire 100 percent of the voting shares of Community National Bank, Derby, Vermont. 1/

New York United Counties Bancorporation, Cranford, New Jersey, for approval to acquire 100 percent of the voting shares of United States Trust Company, Elizabeth, New Jersey. 1/

Richmond First National Bankshares, Inc., Emporia, Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to The First National Bank of Emporia, Emporia, Virginia. 1/

Richmond Raleigh Bankshares, Inc., Beckley, West Virginia, for approval to acquire 100 percent of the voting shares of Bank of Raleigh, Beckley, West Virginia. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta American Bancorp, Inc., Opelousas, Louisiana, for approval to acquire 100 percent of the voting shares of American Bank and Trust Company, Opelousas, Louisiana. 1/
- Atlanta NBG Holding Company, Atlanta, Georgia, for approval to acquire 100 percent of the voting shares of National Bank of Georgia, Atlanta, Georgia. 1/
- Chicago Bridgeview Bancorp, Inc., Bridgeview, Illinois, for approval to acquire at least 80 percent of the voting shares of Bridgeview Bank and Trust Company, Bridgeview, Illinois. 1/
- Chicago Dairyland Bancshares, Inc., Marshfield, Wisconsin, for approval to acquire 100 percent of the voting shares of the successor by merger to Citizens National Bank and Trust, Marshfield, Wisconsin.
- Chicago Persia Bancorp, Inc., Woodbine, Iowa, for approval to acquire at least 84 percent of the voting shares of Home Savings Bank, Persia, Iowa. 1/
- Chicago Spartan Bankcorp, Inc., East Lansing, Michigan, for approval to acquire 100 percent of the voting shares of the successor by consolidation to East Lansing State Bank, East Lansing, Michigan. 1/
- St. Louis First Bancorp of Russell County, Inc., Russell Springs, Kentucky, for approval to acquire at least 80 percent of the voting shares of First National Bank of Russell Springs, Russell Springs, Kentucky. 1/
- Minnesota Cherokee Bancshares, Inc., St. Paul, Minnesota, for approval to acquire at least 80.3 percent of the voting shares of Cherokee State Bank of St. Paul, St. Paul, Minnesota. 1/
- Dallas Centex Community Bankshares, Inc., Killeen, Texas, for approval to acquire 100 percent of the voting shares of Citizens National Bank of Killeen, Killeen, Texas. 1/
- Dallas Thompson Financial, Ltd., Fort Worth, Texas, for approval to acquire 46.30 percent of the voting shares of Texas Security Bancshares, Inc., Fort Worth, Texas, and indirectly Central Bank & Trust, Fort Worth, Texas and North Fort Worth Bank, Fort Worth, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas Worth Bancorporation, Inc., Fort Worth, Texas, for approval to acquire at least 80 percent of the voting shares of Lake Worth National Bank, Fort Worth, Texas. 1/
- San Francisco Viejo Bancorp, Mission Viejo, California, for approval to acquire 100 percent of the voting shares of the successor by merger to Mission Viejo National Bank, Mission Viejo, California. 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 Barnett Banks of Florida, Inc., Jacksonville, Florida, for approval to acquire 100 percent of the voting shares of the successor by merger to Boulevard Bank, Key West, Florida. 1/
- Atlanta Financial Growth Systems, Inc., Inverness, Florida, for approval to acquire 100 percent of the voting shares of Citizens First National Bank of Hernando County, Hernando County, Florida, a proposed new bank. 1/
- Atlanta SouthTrust Corporation, Birmingham, Alabama, for approval to acquire at least 80 percent of the voting shares of The First Bank of Alabaster, Alabaster, Alabama. 1/
- Chicago Walter E. Heller International Corporation, Chicago, Illinois and American National Corporation, Chicago, Illinois, for approval to acquire 100 percent of the voting shares of (less direct ' qualifying shares) First American Bank of Bensenville, Bensenville, Illinois. 1/
- Chicago Walter E. Heller International Corporation, Chicago, Illinois, for approval to acquire, through its subsidiary, American National Corporation, Chicago, Illinois, 100 percent of the voting shares of (less directors' qualifying shares) First National Bank of Libertyville, Libertyville, Illinois. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis Mercantile Bancorporation Inc., St. Louis, Missouri, for approval to acquire up to 100 percent of the voting shares of Wright County Bank, Hartville, Missouri. 1/
- Dallas Broadway Bancshares, Inc., San Antonio, Texas, for approval to acquire 100 percent of the voting shares of Eisenhower National Bank, San Antonio, Texas. 1/

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

- 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.
- Chicago Persia Bancorp, Inc., Woodbine, Iowa, for approval to engage in general insurance activities in a community of less than 5,000, through Willard Insurance Agency, Persia, Iowa. 1/
- San Francisco First Interstate Bancorp, Los Angeles, California, for approval to retain through its wholly-owned direct subsidiary, First Interstate Mortgage Company, 100 percent of the voting shares of First Interstate Mortgage Company of Texas, Houston, Texas. 1/

Delayed

- Chicago Associated Banc-Corp., Green Bay, Wisconsin, notification of intent to engage in de novo activities (mortgage banking) at 600 East Northland Avenue, Appleton, Wisconsin, the geographic scope will be the State of Wisconsin, through its subsidiary, Associated Mortgage, Inc. (6/28/83) 3/

Permitted

- Richmond James Madison Limited, Washington, D. C., notification of intent to engage in de novo activities (providing data processing and data transmission services, data bases or facilities [including data processing

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

- and data transmission hardware, software, documentation and operating personnel] for the internal operation of the holding company or its subsidiaries; providing to others data processing and transmission services, facilities, data bases or access to such services, facilities or data bases by any technologically feasible means; and providing software by-products of permissible data processing and transmission activities) at 1730 M Street, N.W., Washington, D. C., through a subsidiary, JML Communications, Inc. (6/27/83) 3/
- Richmond James Madison Limited, Washington, D. C., notification of intent to engage in de novo activities (leasing real and personal property and acting as agent, broker or adviser in leasing such property where the lease is to serve as the functional equivalent of an extension of credit and is on a nonoperating basis) at 1730 M Street, N.W., Washington, D. C., through its subsidiary, James Madison Leasing Corporation (6/27/83) 3/
- Richmond Northwestern Financial Corporation, North Wilkesboro, North Carolina, notification of intent to engage in de novo activities (making, acquiring, and servicing first mortgage loans such as would be made by a mortgage banking company) at Highway 421, Carolina Beach, North Carolina, through its subsidiary, Northwestern Mortgage Corporation (7/2/83) 3/
- Richmond South Carolina National Corporation, Columbia, South Carolina, notification of intent to engage in de novo activities (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 credit life and credit accident and health, and property insurance directly related to its extensions of credit) at 117 Vance Street, Clinton, North Carolina, through its subsidiary, Provident Financial Corporation (7/1/83) 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

- Minneapolis First Bank System, Inc., Minneapolis, Minnesota, notification of intent to engage in de novo activities (in data processing and processing banking and financial data in accordance with the Board's Regulation Y) serving the continental United States from offices located in Milwaukee and West Allis, Wisconsin, through its subsidiary, First Data Processing, Inc. (6/27/83) 3/
- Minneapolis First Bank System, Inc., Minneapolis, Minnesota, notification of intent to engage in de novo activities (in acquiring directly or indirectly loans or other extensions of credit and servicing these loans and credits) serving the United States and would be performed from offices located in Minneapolis, Minnesota, through its subsidiary, FBS Asset Management, Inc. (6/27/83) 3/
- Kansas City Central of Kansas, Inc., Junction City, Kansas, notification of intent to engage in de novo activities (consumer and commercial finance activities, including the extension of direct loans for the purchase of consumer goods, the extension of loans for home improvements, the discount of retail and installment notes or contracts, the purchase of retail and installment notes or contracts; and acting as an agent for the sale of life, accident, and health and physical damage insurance directly related to its extension of credit) these activities would be conducted in North Central Kansas, including Geary County, Kansas, the contiguous counties and the Fort Riley Military Reservation, through its subsidiary, Central of Kansas Finance, Inc. (6/27/83) 3/
- Dallas First Amarillo Bancorporation, Inc., Amarillo, Texas, notification of intent to engage in de novo activities (to provide to others financial mortgage, banking, and economic data processing and transmission services pursuant to a written agreement so describing and limiting the services) these activities would be performed both from its main office in Amarillo, Texas and remote locations in Lamar, Colorado, Lubbock, Texas, Perryton, Texas, and Quannah, Texas, through its subsidiary, Western Data Centers, Inc. (7/1/83) 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

- Dallas Mercantile Texas Corporation, Dallas, Texas, notification of intent to engage in de novo activities (in making or acquiring and servicing loans and other extensions of credit such as would be made by a mortgage company) these activities would be performed in the states of Texas, Oklahoma, Arkansas, Louisiana and New Mexico, through its subsidiary, MPACT Mortgage Company (7/2/83) 3/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, notification of intent to engage in de novo activities (in acquiring and leasing real and personal property as provided for in 12 CFR 225.4(a)(6)(i) and (ii)) throughout the Gulf Coast area, principally, and, from time to time, in other areas, potentially worldwide, in Harris County, Texas, through the establishment of a wholly-owned subsidiary, Texas Commerce Bancshares Leasing Company (7/1/83) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company, servicing loans and other extensions of credit; and offering credit-related life insurance and credit-related accident and health insurance; 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 loans or other extensions of credit secured by first liens on residential real property, by first liens on stock in a residential cooperative housing corporation where the loan, mortgage, or advance is used to finance the acquisition of such stock, or by a first lien on a residential manufactured home, and offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by FinanceAmerica Credit Corporation) in Syracuse and Valley Stream, New York, each serving the entire state of New York, through its indirect subsidiary, FinanceAmerica Credit Corporation (a Delaware corporation) (7/2/83) 3/

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

ACTIONS OF THE BOARD - Continued

- 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) at 5198 S. Broadway, Englewood, Colorado, serving the entire state of Colorado, through its indirect subsidiary, FinanceAmerica Corporation (a Colorado corporation) (7/1/83) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, for approval to expand the activities of its existing subsidiary, BA Appraisals, Inc., to include performing construction analysis services. (7/2/83) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of securities brokerage, consisting principally of buying and selling securities solely upon the order and for the account of customers, and of extending margin credit in conformity with Regulation T) at 5021 California Avenue, Suite 100, Bakersfield; 1011 Van Ness Avenue, Suite 100, Fresno; 1021 "I" Street, Suite 200, Modesto and 1546 March Lane, St. Marks Plaza, Suite 100, Stockton, all located in California and 120 Broadway, Suite 1750, New York, New York, serving all fifty States and

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

ACTIONS OF THE BOARD - Continued

the District of Columbia, through its indirect subsidiary, Charles Schwab & Co., Inc. (6/27/83) 3/

San
Francisco

First Security Corporation, Salt Lake City, Utah, notification of intent to engage in de novo activities (in offering thrift savings accounts and thrift certificates; engaging in the business of making consumer, business and mortgage loans; engaging in the business of leasing financing; to engage in the activities as an agent of selling credit life and credit disability insurance related to extensions of credit, where the insurance is limited to assuring repayment of the outstanding balance due on a specific extension of credit in the event of death, disability or involuntary unemployment of the debtor, pursuant to Section 601(A) of the Garn-St. Germain Depository Institutions Act of 1982) at 8952 South Redwood Road, West Jordan, Salt Lake County, Utah, the office will serve the southwestern portion of Salt Lake County, Utah, through its subsidiary, First Security Financial (6/28/83) 3/

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 Reserve Act

Cleveland The State Bank & Trust Company, Defiance, Ohio, to
merge with Defiance Interim Bank, Defiance, Ohio. 2/

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

Richmond Bank of Virginia, Richmond, Virginia. To establish an
electronic funds transfer facility at 333 Waterside
Drive, Norfolk, Virginia. 2/

Chicago Citizens Bank, Sheboygan, Wisconsin. To establish
an EFT at Rural Route 1, Highway 23 East, Plymouth,
Wisconsin. 2/

Chicago Comerica Bank-Detroit, Detroit, Michigan. To establish
an EFT at 4177 Orchard Lake Road, Orchard Lake,
Michigan. 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

Philadelphia Philadelphia International Bank, Philadelphia, Pennsyl-
vania: prior notification of its intent to establish
a branch in Baltimore, Maryland.

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

Philadelphia	Lake Ariel Bancorp, Inc., Lake Ariel, Pennsylvania, for approval to acquire 100 percent of the voting shares of The First National Bank of Lake Ariel, Lake Ariel, Pennsylvania. <u>2/</u>
Cleveland	Cumberland Valley Financial Corporation, London, Kentucky, for approval to acquire 100 percent of the voting shares of Cumberland Valley National Bank & Trust Company, London, Kentucky. <u>2/</u>
Cleveland	Rurban Financial Corp., Defiance, Ohio, for approval to acquire 100 percent of the voting shares of The State Bank and Trust Company, Defiance, Ohio and The Peoples Banking Company, McComb, Ohio. <u>2/</u>
Richmond	Citizens Trust Company, Portsmouth, Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to Citizens Trust Bank, Portsmouth, Virginia. <u>2/</u>
Richmond	Old National Bancorp, Inc. Martinsburg, West Virginia, for approval to acquire 100 percent of the voting shares of the Old National Bank of Martinsburg, Martinsburg, West Virginia. <u>2/</u>
Atlanta	Cypress Banks, Inc., Wesley Chapel, Florida, for approval to acquire 100 percent of the voting shares of First National Bank of the South, Wesley Chapel, Florida, a proposed new bank. <u>2/</u>
Atlanta	FCB Corporation, Manchester, Tennessee, for approval to acquire 80 percent or more of the voting shares of The First National Bank of Manchester, Manchester, Tennessee. <u>2/</u>
Chicago	Elkhart Banc Shares, Inc., Elkhart, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Elkhart Community Bank, Elkhart, Illinois. <u>2/</u>
Chicago	Luana Bancorporation, Luana, Iowa, for approval to acquire 80 percent or more of the voting shares of Luana Savings Bank, Luana, Iowa. <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

- Chicago Old O'Brien Banc Shares, Inc., Sutherland, Iowa, for approval to acquire at least 80 percent of the voting shares of Security State Bank, Sutherland, Iowa. 2/
- St. Louis DeWitt First Bankshares Corporation, DeWitt, Arkansas, for approval to acquire at least 80 percent of the voting shares of The First National Bank of DeWitt, DeWitt, Arkansas. 2/
- St. Louis LIBSAB Bancorp, Inc., Mayfield, Kentucky, for approval to acquire 100 percent of the voting shares of the successor by merger to Liberty Savings Bank, Mayfield, Kentucky. 2/
- Kansas City American Banc Corporation, Fremont, Nebraska, for approval to acquire 100 percent of the voting shares of American National Bank of Fremont, Fremont, Nebraska. 2/
- Kansas City Grand Lake Bancorp, Incorporated, Grove, Oklahoma, for approval to acquire at least 94 percent of the voting shares of Grand Lake Bank, Grove, Oklahoma. 2/
- Kansas City United Bancshares, Inc., Lincoln, Nebraska, for approval to acquire at least 80 percent of the voting shares of Gateway Bank & Trust Company, Lincoln, Nebraska. 2/
- Dallas Waxahachie Bancshares, Inc., Waxahachie, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Waxahachie, Waxahachie, Texas. 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

- Richmond One Valley Bancorp of West Virginia, Inc., Charleston, West Virginia for approval to acquire 100 percent of the voting shares of Mercer County Bank, Princeton, West Virginia. 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

- Richmond Piedmont BankGroup Incorporated, Martinsville, Virginia, for approval to acquire 105,439 shares of the voting shares of the successor by merger to The Community Bank of Forest, Forest, Virginia. 2/
- Richmond Princeton Banc Holding Company, Princeton, West Virginia, for approval to acquire at least 52 percent of the voting shares of The Castle Rock Bank of Pineville, Pineville, West Virginia. 2/
- Atlanta Bank South Corporation, Atlanta, Georgia, for approval to acquire 5.01 percent of the voting shares of Georgia Bancshares, Inc., Macon, Georgia indirectly acquiring Georgia Bank and Trust Co., Macon, Farmers National Bank of Monticello, Monticello, First National Bank of Houston City, Perry, all in Georgia. 2/
- Atlanta Sun Banks of Florida, Inc., Orlando, Florida, for approval to acquire 100 percent of the voting shares of Port Charlotte Bank and Trust Company, Port Charlotte, Florida. 2/
- Chicago Hawkeye Bancorporation, Des Moines, Iowa, for approval to acquire 100 percent of the voting shares of Tipton Co., Inc., Tipton, Iowa, and indirectly 50.03 percent and directly up to 49.97 percent of the voting shares of Tipton State Bank, Tipton, Iowa. 2/
- Chicago Tonica Bancorp, Inc., Tonica, Illinois, for approval to acquire 80 percent of the voting shares of The Farmers State Bank of Lostant, Lostant, Illinois. 2/
- St. Louis First Arkansas Bankstock Corporation, Little Rock, Arkansas, for approval to acquire 100 percent of the voting shares of the successor by merger to First National Bank of Camden, Camden, Arkansas. 2/
- Minneapolis Poplar Insurance Agency, Inc., Poplar, Montana, for approval to acquire at least 93 percent of the voting shares of The Citizens State Bank of Scobey, Scobey, Montana. 2/

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

APPLICATIONS RECEIVED - Continued

- Kansas City Colorado Springs Banking Corporation, Colorado Springs, Colorado, for approval to acquire at least 80 percent of the voting shares of Citizens National Bank, Colorado Springs, Colorado. 2/
- Kansas City United Missouri Bancshares, Inc., Kansas City, Missouri, for approval to acquire at least 82.89 percent of the voting shares of Nodaway Valley Bank, Maryville, Missouri. 2/

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

- Boston Fleet Financial Group, Inc., Providence, Rhode Island, notification of intent to engage in de novo activities ((i) consumer finance; (ii) insurance agency for the sale of credit life and credit accident and health insurance related to an extension of credit) at 10640 North 28th Drive, Phoenix, Arizona, the service area will be the State of Arizona, through its direct subsidiary, Fleet Mortgage Corp. (6/28/83)
- Boston Fleet Financial Group, Inc., Providence, Rhode Island, notification of intent to engage in de novo activities ((i) the origination and sale of residential and commercial mortgage loans and (ii) the servicing of residential and commercial mortgage loans) at 260 Cochituate Road, Framingham, Massachusetts, serving Berkshire, Franklin, Hampden, Hampshire, Norfolk, Middlesex and Worcester Counties in Massachusetts, through its direct subsidiary, Fleet Mortgage Corp. (6/27/83)
- New York Citicorp, New York, New York, requests permission to establish a de novo office engaging in the following activities (the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the sale of credit-related life and accident and health insurance by licensed agents or brokers, as required; the sale of consumer oriented financial management courses; the servicing, for

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

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) at Jefferson Plaza, 110 South Jefferson Road, Whippany, New Jersey, through its subsidiaries, Citicorp Homeowners, Inc. and Citicorp Person-to-Person Financial Center, Inc. (6/3/83)

New York

Citicorp, New York, New York, requests permission to expand the activities to include the following activities (credit card activities, including the issuance of the credit card to customers and the servicing for its own account of the credit card accounts receivable; the soliciting of merchants to participate in the credit card program so that merchants will accept the credit card from customers) at 14109 E. Exposition, Aurora, Colorado, through its subsidiary, Citicorp Persons-to-Person Aurora Industrial Bank (7/1/83)

New York

First National State Bancorporation, Newark, New Jersey, requests permission to establish a de novo office engaging in the following activities (the solicitation of trust customers for a non-depository National Trust Company subsidiary of the applicant) at 550 Broad Street, Newark, New Jersey; 1775 N.E. Fifth Avenue, Boca Raton, Florida; 50 N.E. Fifth Avenue, Delray Beach, Florida; 19 South Dixie Highway, Lake Worth, Florida; 1635 Tampa Street, Tampa, Florida; 623 U.S. HWY 19 North, P.O. Box 8, New Port Richey, Florida; 1620 N. U.S. 1, P.O. Box 1605, Jupiter, Florida; 215 E. Colonial Drive, P.O. Box 1967, Orlando, Florida; 606 Chestnut St., P.O. Box 2729, Clearwater, Florida and 112 West Indiana Avenue, P.O. Box 909, Dedland, Florida, through its subsidiary, First National State Financial Services Corporation (6/27/83)

New York

Manufacturers Hanover Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (consumer finance, including, but not limited to, the extension of direct loans, secured or unsecured, to consumers and the purchase of sales

APPLICATIONS RECEIVED - Continued

finance contracts; servicing such loans and other extensions of credit; and acting as agent or broker for the sale of single and joint credit life insurance and decreasing or level term [in the case of single payment loans] credit life insurance, and credit accident and health insurance directly related to extensions of credit made or acquired by Finance One) at 1681 Crown Avenue, Lancaster, Pennsylvania, through its subsidiary, Finance One Consumer Discount Company, Inc. (6/28/83)

Richmond

Maryland National Corporation, Baltimore, Maryland, notification of intent to engage in de novo activities (engaging generally in the business of leasing personal property including but not limited to, the leasing of various types of equipment, machinery, vehicles, transportation equipment, and data processing equipment and including conditional sales contracts and chattel mortgages) where the lease is the functional equivalent of an extension of credit; originating and servicing personal property leases as principal or agent; buying, selling and otherwise dealing in personal property contracts as principal or agent; acting as advisor in personal property leasing transactions; engaging in the sale, as agent or broker, of insurance similar in form and intent to credit life and/or mortgage redemption insurance; engaging generally in the business of leasing real property where the lease is the functional equivalent of an extension of credit; originating real property leases as principal or agent; servicing real property leases for affiliated or nonaffiliated individuals, partnerships, corporations or other entities; buying, selling and otherwise dealing in real property leases as principal, agent or broker; acting as advisor in real property leasing transactions; engaging generally in commercial lending operations including, but not limited to, secured and unsecured commercial loans and other extensions of credit to commercial enterprises; and acting as advisor or broker in commercial lending transactions) at 3532 Habersham at Northlake, Suite A, Atlanta, Georgia, through its subsidiary, Maryland National Leasing Corporation (6/27/83)

APPLICATIONS RECEIVED - Continued

- Atlanta Cen-La Bancshares, Inc., Marksville, Louisiana and Mansura Bancshares, Inc., Mansura, Louisiana, for approval to engage de novo in agricultural lending through a subsidiary known as Avoylees Credit Corporation, Marksville, Louisiana.
- Chicago American Fletcher Corporation, Indianapolis, Indiana, for approval to engage de novo through its existing subsidiary, American Fletcher Mortgage Company, Inc., Indianapolis, Indiana, in arranging equity financing for commercial and industrial income-producing real estate investors.
- Kansas City IntraWest Financial Corporation, Denver, Colorado, notification of intent to engage in de novo activities (in the origination of VA, FHA and Conventional mortgage loans as well as real estate commercial and construction loan activities as would be made by a mortgage banking company) these activities would be performed in the state of Colorado and more particularly in the southeast quadrant of the Denver, Colorado metropolitan area as well as in Littleton, Colorado, through its subsidiary, IntraWest Mortgage Company (6/7/83)
- Kansas City Liberty National Corporation, Oklahoma City, Oklahoma, notification of intent to engage in de novo activities (in real estate construction financing in Tulsa and throughout the state of Oklahoma) through its subsidiary, Liberty Financial Corporation (6/27/83)
- Dallas Northwest Bancshares of Louisiana, Inc., Mansfield, Louisiana, notification of intent to engage in de novo activities (in acting as agent in providing credit life insurance which is directly related to extensions of credit by its subsidiary, First National Bank in Mansfield) at 100 Polk Street, Mansfield, Louisiana, serving the market area including DeSoto, Sabine, Red River and Caddo Parishes (6/30/83)

APPLICATIONS RECEIVED - ContinuedSan
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of securities brokerage, consisting principally of buying and selling securities solely upon the order and for the account of customers, and of extending margin credit in conformity with Regulation T) at 800 El Camino Real, Menlo Park, California and One Walnut Creek Center, Walnut Creek, California, serving all fifty states and the District of Columbia, through its indirect subsidiary, Charles Schwab & Co., Inc. (6/29/83)

San
Francisco

First Interstate Bancorp, Los Angeles, California, notification of intent to engage in de novo activities (in mortgage company activities to the extent of (i) making or acquiring real estate or construction loans for its own account or for the account of others; (ii) selling or servicing real estate or construction loans for its own account or for the account of others; (iii) performing appraisals of real estate; (iv) conducting such related activities as are incidental to the mortgage banking business; and (v) acting as insurance agent or broker, as permitted by subsection (A) of Section 601 of the Garn-St Germain Depository Institutions Act of 1982, with respect to (a) credit life and credit accident and health insurance, and (b) mortgage disability and mortgage redemption insurance directly related to extensions of credit or the provision of other financial services by First Interstate Bancorp or its subsidiaries) in Dallas, Texas, serving Dallas and the State of Texas, through its subsidiary, First Interstate Real Estate Services Company, Inc. (6/28/83)

San
Francisco

Orient Bancorporation, San Francisco, California, notification of intent to engage in de novo activities, (in giving investment or financial advice, including portfolio investment advice and advice to mortgage or real estate investment trusts) at 233 Sansome Street, San Francisco, California, serving the State of California (7/2/83)

APPLICATIONS RECEIVED - Continued

San Francisco Orient Bancorporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring and servicing mortgage loans for its own account and for the account of others) at 233 Sansome Street, San Francisco, California, serving the State of California, through its subsidiary, Orient Mortgage Corporation (7/2/83)

San Francisco Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (making or acquiring, for its own account or for the account of others, asset based business loans and other commercial or industrial loans and extensions of credit, such as would be made by a factoring, rediscount or commercial finance company and engaging generally in the factoring business) in Tampa, Florida, serving the United States, through its subsidiary, Security Pacific Business Credit Inc. (6/30/83)

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Applicaton to the Board of Governors of the Federal Reserve System for Prior Approval of an Acquisition Pursuant to Section 5(b) of the Bank Service Corporation Act, as Amended

Atlanta Louisiana National Bank, Baton Rouge, Louisiana, for approval to engage in underwriting, as reinsurer, credit life and accident and health insurance through a subsidiary to be known as Louisiana Credit Life Insurance Company, Phoenix, Arizona.

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REPORTS RECEIVED

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

Dearborn Bank and Trust Company
Dearborn, Michigan

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PETITIONS FOR RULEMAKING

None.