

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1983 No. 29)

Actions of the Board; Applications and Reports

Received During the Week Ending July 23, 1983

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Statement by Chairman Paul A. Volcker before the House Banking Committee to discuss monetary policy in the context of current and prospective economic conditions and other policies at home and abroad.

Statement by Governor Nancy H. Teeters before the Subcommittee on Consumer Affairs of the Senate Banking Committee to discuss S. 1152, a bill incorporating the Board's proposal to simplify the Consumer Leasing Act.

Statement by Michael Bradfield, General Counsel, before the Commerce, Consumer and Monetary Affairs Subcommittee of the House Committee on Government Operations to discuss issues raised by the Memorandum of Interrogatories concerning developments in the legal framework of the American financial system and service industry.

Regulation T, Credit by Brokers and Dealers; the Board issued a comparison chart of old and new Regulation T sections.

Midyear monetary policy report to Congress pursuant to the Full Employment and Balanced Growth Act of 1978.

Boston Profile Bank and Trust Company, Plaistow, New Hampshire, proposal to merge with Plaistow Bank and Trust Company, Plaistow, New Hampshire; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

New York City National Bank of New Jersey, Newark, New Jersey, proposal to consolidate with CNB National Bank, Newark, New Jersey; 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

- New York Merchants Bank of New York, New York, New York, an investment in bank premises. 1/
- Philadelphia Susquehanna Bancshares, Inc., Lititz, Pennsylvania, extension of time to December 17, 1983, within which to acquire Citizens National Bank and Trust Company of Waynesboro, Pennsylvania. 1/
- Cleveland Lorain County Savings & Trust company, Elyria, Ohio, an investment in bank premises. 1/
- Richmond Peoples National Bank of Martinsburg, Martinsburg, West Virginia, proposed merger with South Berkeley National Bank, Inwood, West Virginia; report to the Comptroller of the Currency on competitive factors. 1/
- Richmond First National Corporation, Strasburg, Virginia, extension of time to November 2, 1983, within which to become a bank holding company through the acquisition of The First National Bank of Strasburg, Strasburg, Virginia. 1/
- Richmond LTC Bancorp, Cumberland, Maryland, extension of time to September 22, 1983, within which to become a bank holding company through the acquisition of Liberty Trust Company of Maryland, Cumberland, Maryland. 1/
- Atlanta Merchants Trust, Inc., Jackson, Alabama, extension of time to October 30, 1983, within which to become a bank holding company through the acquisition of Merchants Bank, Jackson, Alabama. 1/
- Atlanta First National Bancorp of Greenville, Inc., Greenville, Alabama, extension of time to August 13, 1983, within which to become a bank holding company through acquisition of The First National Bank of Greenville, Greenville, Alabama. 1/
- Atlanta Barnett Banks of Florida, Inc., Jacksonville, Florida, extension of time to October 27, 1983, within which to acquire shares of Barnett Bank of Osceola County, N.A., Kissimmee, Florida. 1/
- Chicago Peoples Bank & Trust of Pana, Pana, Illinois, proposal to merge with PBT Bank, Pana, Illinois, under the charter of PBT Bank and title of Peoples Bank & Trust of Pana; 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

- Chicago Dearborn Bank and Trust Company, Dearborn, Michigan, proposal to merge with D. B. Bank, Dearborn, Michigan, under the charter and title of Dearborn Bank and Trust Company; report to the Federal Deposit Insurance Corporation on competitive. 1/
- Chicago Farmers Bank, Frankfort, Indiana, proposal to merge with FBF Bank, Inc., Frankfort, Indiana, under the charter of FBF Bank, Inc. and title of The Farmers Bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Genoa State Bank, Genoa, Illinois, proposal to merge with First State Bank of Genoa, Genoa, Illinois, under the charter of First State Bank of Genoa and title of Genoa State Bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Jefferson Bankshares Corp., Chicago, Illinois, extension of time to August 7, 1983, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Jefferson State Bank, Chicago, Illinois. 1/
- Chicago Waldron Financial Corporation, Waldron, Indiana, extension of time to October 19, 1983, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to The State Bank of Waldron, Waldron, Indiana. 1/
- St. Louis PFN Bank, National Association, Paducah, Kentucky, proposal to merge with The Peoples First National Bank & Trust of Paducah, Paducah, Kentucky; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Country Bancorp, Inc., Mount Olive, Illinois, extension of time to October 24, 1983, within which to become a bank holding company through the acquisition of the successor by merger to National Bank of Mount Olive, Mount Olive, Illinois. 1/
- St. Louis Security Financial Corp., Starkville, Mississippi, extension of time to October 23, 1983, within which to become a bank holding company through the acquisition of the successor by merger to Security State Bank, Starkville, Mississippi. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis** Merchants State Bank, Humboldt, Tennessee, proposed merger with Merchants State Interim Bank, Humboldt, Tennessee; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Kansas City** First National of Nebraska, Inc., Omaha, Nebraska, extension of time to October 20, 1983, within which to commence the operation of the branch office of First and Omaha Savings Company at 24th and Vinton Streets. 1/
- Dallas** Mustang Financial Corporation, Rio Vista, Texas, extension of time to October 11, 1983, within which to acquire Mustang Credit Corporation, Cleburne, Texas. 1/
- Dallas** Southwest Bancshares, Inc., Houston, Texas, extension of time to August 22, 1983, within which to acquire Westhollow National Bank, Houston, Texas. 1/
- San Francisco** First Interstate Bank of California, Los Angeles, California, extension of time to January 22, 1984, within which to establish a branch office in the vicinity of the intersection of Kanan Road and Thousand Oaks Boulevard, Agoura, California. 1/
- San Francisco** Custer County Bank, Challis, Idaho, proposed merger with First Security Bank of Idaho, Boise, Idaho, under the title and charter of the latter; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco** VRB Bancorp, Rogue River, Oregon, extension of time to November 1, 1983, within which to become a bank holding company through acquisition of Valley of the Rogue Bank, Rogue River, Oregon. 1/
- San Francisco** County Subsidiary Corporation, Santa Cruz, California, proposed merger with County Bank of Santa Cruz, Santa Cruz, California, under the charter and title of the latter; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco** Northern Sierra Financial Corporation, Yreka, California, extension of time to November 1, 1983, within which to become a bank holding company through the acquisition of Scott Valley Bank, Yreka, California. 1/

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

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

- New York** The Bank of New York, New York, New York. To establish five offsite electronic branches at the following locations: Bells/Star, 127 Main Street, Leroy, New York; Bells/Star, 121 North Center Street, Perry, New York; Super Duper, 2245 Colvin Blvd., Tonawanda, New York; Hills, 2090 George Urban Blvd., Depew, New York; Hills, 3270 Sheridan Drive, Eggertsville, New York. 1/
- New York** The Merchants Bank of New York, New York, New York. To establish a branch at 1040 Avenue of the Americas, New York, New York. 1/
- Cleveland** The Lorain County Savings & Trust Company, Elyria, Ohio. To establish a branch office at 801 Crocker Road, Westlake, Ohio. 1/
- Atlanta** First State Bank of Pensacola, Pensacola, Florida. to establish a branch at 13430 Gulf Beach Highway, Pensacola, Florida. 1/
- Chicago** Comerica Bank-Detroit, Detroit, Michigan. To establish three EFTs at the following locations: 25850 Grand River, Redford Township, Michigan; 31313 Ann Arbor Trail, Westland, Michigan; 5800 Caniff, Detroit, Michigan. 1/
- Chicago** Harris Trust and Savings Bank, Chicago, Illinois. to establish an EFT at 141 W. Jackson on the 12th floor of the Board of Trade Building. 1/
- Kansas City** The First State Bank, Fairfax, Oklahoma. To establish a branch facility to be located at 520 Main Street, Ralston, Oklahoma. 1/
- San Francisco** Pacific State Bank, Lincoln City, Oregon. To establish a branch office to be located at 488 N.E. Highway 101 in Depoe Bay, Oregon. 1/

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

ACTIONS OF THE BOARD - ContinuedTo Become a Member of the Federal Reserve System
Pursuant to Section 9 of the Federal Reserve Act

Approved

Atlanta Independent Bankers' Bank of Florida, Orlando,
Florida. 1/

Dallas Bank of East Texas, Tyler, Texas. 1/

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

Not Disapproved

Kansas City Jenks Bancorporation, Incorporated, Jenks, Oklahoma. 1/

Kansas City Springfield Bank Company, Inc., Springfield, Nebraska. 1/

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Applications and Notifications for International
Investments and Other Actions Pursuant to Sections 25 and 25(a)
of the Federal Reserve Act and Sections 4(c)(9), 4(c)(13) and 4(c)(14)
of the Bank Holding Company Act of 1956, as amended

Approved

San Francisco First Interstate Overseas Investment, Inc., Los Angeles, California: grants consent of the Board of Governors to make an additional investment in First Interstate Bank of Canada.

San Francisco First Pacific Holdings Limited, Hong Kong: grants consent to establish and retain a wholly-owned subsidiary, Euro/Netherlands Investment Limited, Monrovia, Republic of Liberia.

New York Sixty-Day Notification Period Waived
Morgan Guaranty International Finance Corporation, New York, New York: no objection to acquire additional shares of Bank of Commerce Berhad, Kuala Lumpur, Malaysia.

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

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

- Philadelphia Northern Lehigh Bancorp, Inc., Slatington, Pennsylvania, for approval to acquire 100 percent of the voting shares of Citizens National Bank of Slatington, Slatington, Pennsylvania. 1/
- Cleveland Miami Citizens Bancorp., Piqua, Ohio, for approval to acquire at least 80 percent of the voting shares of Miami Citizens National Bank and Trust Co., Piqua, Ohio. 1/
- Richmond The Palmer National Bancorp, Inc., Washington, D. C. for approval to acquire 100 percent of the voting shares of Palmer National Bank, Washington, D. C. 1/
- Richmond United Bankshares, Inc., Parkersburg, West Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to The Parkersburg National Bank, Parkersburg, West Virginia, Union Central National Bank, Vienna, West Virginia, and Valley Bank, Parkersburg, West Virginia. 1/
- Richmond Washington Bancorporation, Washington, D. C., for approval to acquire 100 percent of the voting shares of the National Bank of Washington, Washington, D. C.
- Atlanta First National Bancorp of Lewisburg, Inc., Lewisburg, Tennessee, for approval to acquire 100 percent of the voting shares of The First National Bank of Lewisburg, Lewisburg, Tennessee. 1/
- Chicago Citizens Holding Company, Park Ridge, Illinois, for approval to acquire at least 80 percent of the voting shares of Citizens Bank & Trust Company, Park Ridge, Illinois. 1/
- Chicago Signal Bancorp, Monticello, Indiana, for approval to acquire at least 80 percent of the voting shares of the successor by merger to State and Savings Bank, Monticello, Indiana. 1/
- Chicago State Banco, Ltd., Spirit Lake, Iowa, for approval to acquire at least 80 percent of the voting shares of The State Bank, Spirit Lake, Iowa. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago University Bancshares, Inc., Milwaukee, Wisconsin, for approval to acquire at least 80 percent of the voting shares of University National Bank, Milwaukee, Wisconsin. 1/
- St. Louis LBT Bancshares, Inc., Litchfield, Illinois, for approval to acquire 100 percent of the voting shares the successor by merger to Litchfield Bank and Trust Company, Litchfield, Illinois. 1/
- St. Louis Merchants State Holding Company, Humboldt, Tennessee, for approval to acquire 100 percent of the voting shares of the successor by merger to Merchants State Bank, Humboldt, Tennessee. 1/
- Minneapolis Peoples Bancshares, Inc., Hayward, Wisconsin, for approval to acquire at least 90.97 percent of the voting shares of The Peoples National Bank of Hayward, Hayward, Wisconsin. 1/
- Kansas City Bennett Bancorporation, Bennett, Colorado, for approval to acquire 100 percent of the voting shares of Bennett National Bank, Bennett, Colorado, a proposed new bank. 1/
- Kansas City N.B.C. Bancshares in Pawhuska, Inc., Pawhuska, Oklahoma, for approval to acquire at least 80 percent of the voting shares of National Bank of Commerce in Pawhuska, Pawhuska, Oklahoma. 1/
- Dallas Deport Financial Company, Deport, Texas, for approval to acquire at least 80 percent of the voting shares of Deport Bancshares, Inc., Deport, Texas and indirectly The First National Bank of Deport, Deport, Texas. 1/
- Dallas Texas Bancorporation, Inc., Dallas, Texas, for approval to acquire at least 80 percent of the voting shares of The National Bank of Texas at Fort Worth, Fort Worth, Texas; Weatherford Bancshares, Inc., Weatherford, Texas and indirectly The First National Bank of Weatherford, Weatherford, Texas. 1/
- Dallas TexFirst Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Industrial Bank, Houston, Texas and Northwest Bank and Trust, Houston, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

San Francisco CG Bancorp, Cottage Grove, Oregon, for approval to acquire 100 percent of the voting shares of The Cottage Grove Bank, Cottage Grove, Oregon. 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

Chicago Approved
Independence Bank Group, Inc., Waukesha, Wisconsin, for approval to acquire at least 80 percent of the voting shares of The Brown National Bank of Kenosha, Kenosha, Wisconsin. 1/

Chicago Old Second Bancorp, Inc. Aurora, Illinois, for approval to acquire 100 percent of the voting shares of First Security Bank of Aurora, Aurora, Illinois. 1/

Chicago Villa Grove Bancshares, Inc., Villa Grove, Illinois, for approval to acquire 19.9 percent of the voting shares of First Villa Grove Bancorp, Inc., Villa Grove, Illinois and indirectly acquire 80 percent of the voting stock of The First National Bank of Villa Grove, Villa Grove, Illinois. 1/

Minneapolis Anchor Bancorp, Inc., Wayzata, Minnesota, for approval to acquire at least 86.72 percent of the voting shares of West Saint Paul State Bank, West St. Paul, Minnesota. 1/

Dallas American Southwest Bancshares, Inc., El Paso, Texas, for approval to acquire 100 percent of the voting shares of American Bank of Commerce East, N.A., El Paso, Texas, a proposed new bank. 1/

Dallas National Bancshares Corporation of Texas, San Antonio, Texas, for approval to acquire 100 percent of the voting shares of Coastal Bend Bancshares, Inc., Robstown, Texas, and indirectly State National Bank of Robstown, Robstown, Texas. 1/

Dallas Victoria Bankshares, Inc., Victoria, Texas, for approval to acquire 100 percent of the voting shares of Bastrop Bancshares, Inc., Bastrop, Texas, and indirectly Citizens State Bank of Bastrop, Bastrop, Texas. 1/

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

ACTIONS OF THE BOARD - ContinuedTo Expand a Bank Holding Company Pursuant to Section
4(c)(8) of the Bank Holding Company Act of 1956

- Withdrawn
- Atlanta First National Corporation of Alexander City, Inc.,
Alexander City, Alabama, for approval to engage
in making direct loans to individuals, consumers
and businesses. 1/
- Dallas Mercantile Texas Corporation, Dallas, Texas, to
engage, through its subsidiary, Financial Protection
Insurance Company of Texas, in the underwriting of
insurance activities in Texas.
- Delayed
- New York Citicorp, New York, New York, to expand the activities
and service area of an existing office to include
the following activities (the making, acquiring,
and servicing, for its own account and for the account
of others, of extensions of credit to individuals
secured by liens on residential or non-residential
real estate; and the sale of mortgage life and
mortgage disability insurance directly related to
extensions of mortgage loans) the activities for
the service area are as follows (the making or
acquiring of loans and other extensions of credit,
secured or unsecured, for consumer and other pur-
poses; the sale of credit-related life and accident
and health insurance by licensed agents or brokers, as
required: the sale of credit-related property and
casualty insurance protecting real and personal
property subject to a security agreement with Citi-
corp Person-to-Person Financial Center, Inc., and to
the extent permissible under applicable state
insurance laws and regulations; the sale of consumer
oriented financial management courses; and the
servicing for any person, of loans and other ex-
tensions of credit) at 1150 N. 25th Street, Grand
Junction, Colorado, through its subsidiary Citicorp
Person-to-Person Financial Center, Inc. (7/21/83) 3/

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

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

ACTIONS OF THE BOARD - ContinuedApproved

New York Citicorp, New York, New York, for approval to engage through a joint venture subsidiary, Harrison Credit Group, Inc., Harrison, New York, in commercial lending, lease financing and servicing activities pertaining to farm equipment manufactured by the Sperry New Holland Division of Sperry Corporation, New York, New York.

Minneapolis Swift County Financial Corporation, Benson, Minnesota, for approval to engage in general insurance activities through Swift County Insurance Agency, Inc., Benson, Minnesota. 1/

Reactivated

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. (7/23/83) 3/

Permitted

New York Barclays Bank PLC and Barclays Bank International Limited, London, England, request permission to establish a de novo office engaging in the following activities (reinsurance or underwriting of credit life and credit accident and health insurance in Delaware; such insurance will be sold in connection with extensions of credit) through their subsidiary, Citadel Life Insurance Company (7/20/83) 3/

New York Chemical First State Corporation, Wilmington, Delaware, requests permission to establish a de novo office engaging in the following activities (i) providing data processing and data transmission services, data bases and facilities for the internal operations of Chemical New York Corporation, including Chemical Bank, Chemical Bank (Delaware) and any other Chemical New York Corporation subsidiaries; (ii) providing to others data processing and transmission services,

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

facilities, data bases or access to such services, facilities or data bases by any technologically feasible means for financial, banking or economic data; and (iii) providing to others excess capacity and time sharing on data processing or transmission equipment or facilities) at 5 Belmont Drive, Somerset, New Jersey, through its subsidiary, Chemnetwork Processing Services, Inc. (7/17/83) 3/

New York

Citicorp, New York, New York, requests permission to expand the activities of three existing offices engaging in the following activities (the sale at retail of money orders and travelers checks) at Westbrook Mall Shopping Center, 5605 Xerxes Avenue North, Brooklyn Center, Minnesota; Burnsville, Minnesota and Ridge Square North Shopping Center, 12977 Ridgedale Drive, Minnetonka, Minnesota, through its subsidiaries, Citicorp Homeowners, Inc. and Citicorp Person-to-Person Financial Center, Inc. (8/21/83) 3/

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 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. (7/17/83) 3/

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

ACTIONS OF THE BOARD - Continued

New York

Deutsche Bank AG, Frankfurt (Main), Federal Republic of Germany, requests permission to engage de novo in the following activities (to offer data processing and transmission services, data bases and access to such services and data bases by any technologically feasible means where the data to be processed are financial, banking or economic including, but not limited to, the preparation of financial management reports and the processing of information including information relating to accounts receivable, equipment securing such accounts receivable and commercial paper) at 2333 Waukegan Road, Bannockburn, Illinois; 11551 Forest Central Drive, Dallas, Texas; 3050 Citrus Circle, Walnut Creek, California; 2872 Woodcock Blvd., Atlanta, Georgia; 615 Washington Road, Pittsburgh, Pennsylvania; 1535 Artaius Parkway, Libertyville, Illinois, through its subsidiary, Deutsche Credit Corporation (7/19/83) 3/

New York

Manufacturers Hanover Corporation, New York, New York, requests permission to expand the activities engaging in the following activities (making, acquiring, and servicing commercial loans and other extensions of credit) at The Centre Building, Suite 107, 10100 Linn Station Road, Louisville, Kentucky; Sherwood Tower, Suite 670, 3636 Sherwood Forest Boulevard, Baton Rouge, Louisiana; One Lakeway Center, 3900 N. Causeway Boulevard, Suite 720, Metairie, Louisiana; 6500 Rock Springs Drive, Suite 202, Bethesda, Maryland; #3 New England Executive Park, Suite 207, Burlington, Massachusetts; Central Square, Office #1, Central Avenue & New Road (Rte. 9), Linwood, New Jersey; The Drake, Oak Brook Plaza, 2215 York Road, Suite 412, Oak Brook, Illinois; 245 Perimeter Center Parkway, Atlanta, Georgia; Paragon Center, Suite 205, 5201 W. Kennedy Boulevard, Tampa, Florida; 5100 Building, Suite 208, 5100 N. Federal Highway, Ft. Lauderdale, Florida; Dade Savings Building, Suite 154, 151 Wymore Road, Altamonte Springs, Florida; ENI Building, Suite 507, 110 110th Avenue, N.E., Bellevue, Washington; Copper Oaks Office Park, 7030 S. Yale, Suite 103, Tulsa, Oklahoma; Suite 109, 4490 Holland Office Park, Virginia Beach, Virginia; East Park Executive Center, 6623 Executive Circle,

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

ACTIONS OF THE BOARD - Continued

Suite 102, Charlotte, North Carolina; 4015 Executive Park Drive, Suite 302, Cincinnati, Ohio; Diamond Savings Building, 6100 Channing Way Boulevard, Columbus, Ohio; 1425 River Park Drive, Suite 240, Sacramento, California; 10445 Lakewood Boulevard, Downey, California; Great Western Bank Building, 5151 E. Broadway, Suite 190, Tucson, Arizona; Ten Corporate Square, Suite 8400, 2155 Louisiana Boulevard, N.E., Albuquerque, New Mexico; 433 South Main Street, West Hartford, Connecticut; Centrum Building, 6363 Poplar Avenue, Suite 430, Memphis, Tennessee; Corporate Square I, Suite 202, 2420 Mall Drive, North Charleston, South Carolina; 7200 E. Hampden Avenue, Suite 303, Denver, Colorado; 7630 Little River Turnpike, Suite 110, Annandale, Virginia; One Eleven East, 11 East Avenue, Suite 205, Norwalk, Connecticut; 6500 W. 95th Street, Overland Park, Kansas; Park Plaza Office, Suite 115, 303 Williams Street, Huntsville, Alabama; One Lincoln Center, Suite 210, 10300 S.W. Greensburg Road, Portland, Oregon; Two East Office Building, 400 East Boulevard, Suite 108, Montgomery, Alabama; Independence Plaza Building, #1 Independence Plaza, Homewood, Alabama; Paradise Valley, Suite D, 10321 N. 32nd Street, Phoenix, Arizona; Deer Valley Shopping Center, 4245 Thunderbird Road, Phoenix, Arizona; 2143 N. Academy Boulevard, Colorado Springs, Colorado; 39 Quail Court, Suite 300, Walnut Creek, California and 3633 Camino Del Rio South, San Diego, California, through its subsidiary, Manufacturers Hanover Financial Services Inc. (7/21/83) 3/

- Philadelphia** Meridian Bancorp, Inc., (formerly American Bancorp, Inc.) Reading, Pennsylvania, notification of intent to engage in de novo activities (making or acquiring loans such as would be made by a mortgage company, and servicing such loans for others) initial activities would be concentrated in the state of Pennsylvania, New Jersey and Delaware, through its subsidiary, Meridian Mortgage Corporation, Reading, Pennsylvania (7/19/83) 3/
- Richmond** Virginia National Bankshares, Inc., Norfolk, Virginia, notification of intent to engage in de novo activities (making direct consumer installment loans, secured and unsecured, to individuals; purchasing consumer installment sales finance contracts; extending direct

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

ACTIONS OF THE BOARD - Continued

loans to dealers for the financing of inventory [floor planning] and working capital purposes; making, acquiring and servicing, for its own account or for the account of others, loans secured principally by mortgages on real property; and acting as agent for the sale of credit life and credit accident and health insurance and physical damage insurance, all of which are directly related to extensions of credit) at 2805 West Mercury Boulevard, Norfolk, Virginia, through its subsidiary, VNB Credit Corporation (7/22/83) 3/

- Atlanta** First Lafayette Bancorp, Inc., Lafayette, Louisiana, notification of intent to engage in de novo activities (to engage in data processing activities within (but not restricted to) the immediate vicinity of Lafayette, Louisiana; commercial accounting general ledger system, including processing of accounts payable, accounts receivable, personnel and payroll; services will be targeted toward the financial accounting needs of the small to medium size business firms without in-house systems) in Lafayette, Louisiana, through its subsidiary, MSDI Company (7/18/83) 3/
- Atlanta** First National Bancorp of the South, Inc., Opp, Alabama, notification of intent to engage in de novo activities (consumer finance, loan servicing, personal property leasing and sale of life and accident and health insurance) in Opp, Alabama, serving the states of Alabama and Florida, through its subsidiary, Finance South, Inc. (7/21/83) 3/
- Atlanta** First Railroad & Banking Company of Georgia, Augusta, Georgia, notification of intent to engage in de novo activities (making consumer installment loans secured by note, household goods and first or second mortgages on real estate up to \$15,000; purchasing installment sales contracts up to \$3,500; to underwrite credit life and accident and health insurance; and to sell as agent, property insurance in connection with its loan and installment sales contracts) in Morristown, Tennessee, covering a service area encompassing Hamblen County, through its subsidiary, CMC Group, Inc., Charlotte, North Carolina (7/17/83) 3/

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

ACTIONS OF THE BOARD - Continued

- Chicago 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. (7/23/83) 3/
- Chicago State Bancshares, Inc., Schaller, Iowa, notification of intent to engage in de novo activities (making or acquiring loans and other extensions of credit such as would be made by a commercial finance company and servicing such loans for others) the geographic scope will be the community of Schaller, Iowa (7/19/83) 3/
- Chicago St. Joseph Bancorporation, Inc., South Bend, Indiana, notification of intent to engage in de novo activities (in originating, acquiring, selling and servicing residential, commercial and industrial mortgage loans) in Midland, Texas, the geographic area to be served will be approximately a 50-mile radius around Midland, primary counties to be served by this office include Midland, Ector, and contiguous counties, through its subsidiary, St. Joseph Mortgage Co., Inc. (7/19/83) 3/
- St. Louis MidAmerica BancSystem, Inc., Fairview Heights, Illinois, notification of intent to engage in de novo activities (performing or carrying on any of the functions or activities that may be performed or carried on by an Illinois trust company, including accepting and executing trusts and providing certain additional trust-related services, both as trustee and as agent for other trustees) through its subsidiary, MidAmerica Trust Company (7/18/83) 3/
- Minneapolis Norwest Corporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (consumer finance, sales finance and commercial finance, the sale of credit life, credit accident and health and property and credit-related casualty insurance related to extensions of credit by those companies [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) and the offering for sale and selling of

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

ACTIONS OF THE BOARD - Continued

travelers checks) at Pioneer Office Center, 2261 Pyramid Way, Sparks, Nevada, serving Sparks, Nevada, Reno, Nevada and nearby communities through its subsidiaries, Norwest Financial Nevada, Inc., Norwest Financial Nevada 1, Inc. and Norwest Financial Nevada 2, Inc. (7/18/83) 3/

Minneapolis

Norwest Corporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (to engage in the activities of consumer finance, sales finance and commercial finance, the sale of credit life, credit accident and health and property and credit related casualty insurance related to extensions of credit by Norwest Financial Illinois, Inc., 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 and the offering for sale and selling of travelers checks) from 77 South Seminary Street, Galesburg, Illinois to 1950 North Henderson, Galesburg, Illinois, upon relocation, said office will serve Galesburg, Illinois and nearby communities, through its subsidiary, Norwest Financial Illinois, Inc. (7/18/83) 3/

Minneapolis

Norwest Corporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (making or acquiring loans and other extensions of credit such as would be made by a commercial finance company including commercial loans secured by a borrower's inventory, accounts receivable or other assets; servicing such loans for others; and leasing real and personal property in accordance with the Board's Regulation Y which includes purchasing leases, and brokering leases to equity sources) at 9498 Southwest Barbur Boulevard, Portland, Oregon, serving Oregon, Washington, California, Idaho, Nevada, and Utah, through a wholly-owned subsidiary, Norwest Leasing Inc. (7/18/83) 3/

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

ACTIONS OF THE BOARD - Continued

- 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 (7/20/83) 3/
- San Francisco Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (making or acquiring, for its own account or for others, loans and extensions of credit, including making consumer installment personal loans, purchasing consumer installment sales finance contracts, making loans to small businesses and other extensions of credit such as would be made by a factoring company or consumer finance company, servicing and leasing activities with respect to personal property and equipment and real property, as well as acting as broker or agent for the sale of credit life, credit accident and health, and credit property insurance, such insurance activities being permitted pursuant to Section 601 (A) and (D) of Title VI of the Garn-St Germain Act) at 18552 McArthur Boulevard, Suite 300, Irvine, California, serving the State of California, through its subsidiary, Security Pacific Finance Corp. d/b/a Security Pacific Executive/ Professional Services, Inc. (7/23/83) 3/
- San Francisco Security Pacific Corporation, Los Angeles, California, (making or acquiring for its own account or for the account of others, loans and extensions of credit, including making consumer installment personal loans, purchasing consumer installment sales finance contracts, making loans to small businesses and other extensions of credit such as would be made by a factoring company or a consumer finance company, and acting as broker or agent for the sale of credit life, credit accident and health and credit property insurance, such insurance agency activities being permitted pursuant to Section 601 (A) and (B) of Title VI of the Garn-St Germain Act) at 5607 Wayzata Boulevard, St. Louis Park, Minnesota, serving the

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

ACTIONS OF THE BOARD - Continued

- State of Minnesota, through its subsidiaries, Security Pacific Finance Corp. and Security Pacific Finance Money Center Inc. (7/23/83) 3/
- San Francisco Sunrise Bancorp, Citrus Heights, California, notification of intent to engage in de novo activities (making leases of personal property, initially medical equipment and luxury automobiles in accordance with the Board's Regulation Y) at 6916 Sunrise Blvd., Citrus Heights, California, and would be performed in Placer and Sacramento counties, California, through its proposed subsidiary, Sunrise Leasing, Inc. (7/18/83) 3/
- San Francisco Sunrise Bancorp, Citrus Heights, California, notification of intent to engage in de novo activities (providing data processing and transmission services, facilities, data bases or access to such services, facilities or data bases for the internal operations of Sunrise Bancorp and its subsidiaries and others in accordance with the Board's Regulation Y) at 6916 Sunrise Blvd., Citrus Heights, California, and would be performed in Placer and Sacramento counties, California, through its proposed subsidiary, Sunrise Datacorp (7/18/83) 3/
- San Francisco United Bancorp of Arizona, Phoenix, Arizona, notification of intent to engage in de novo activities (the origination, making, acquiring, purchasing, arranging for, holding, warehousing and selling, for its own account and for the account of others, loans of all types, and other extensions of credit, secured by mortgages or deeds of trust on real property such as would be made by a mortgage company; and servicing loans and other extensions of credit for any person) at 211 North Leroux, Flagstaff, Arizona and 8070 East Morgan Trail, Scottsdale, Arizona, serving the entire State of Arizona, more specifically, Northern and Central Arizona, through its subsidiary, H.S. Pickrell Company (7/18/83) 3/
- San Francisco Wells Fargo & Company, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for its own

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

ACTIONS OF THE BOARD - Continued

account or for the account of others loans and other extensions of credit; servicing loans for the account of others; making full pay-out leases of personal or real property or acting as an agent, broker or advisor in leasing such property in accordance with the Board's Regulation Y) in New York City, New York and Dallas, Texas, serving commercial borrowers throughout the United States and abroad, through its subsidiary, Wells Fargo Capital Markets Inc. (7/18/83) 3/

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

APPLICATIONS RECEIVED

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

- New York** United Jersey Bank, Hackensack, New Jersey. to establish four offsite electronic facility offices at the following locations: Commerce and Laurel Streets, Bridgeton, New Jersey; 176 Route 34, Aberdeen Township, New Jersey; Route 9 at Phillips Drive, Old Bridge, New Jersey; Center Grove & Quaker Church Roads, Randolph Township, New Jersey. 2/
- Philadelphia** United Jersey Bank/Southwest, Cherry Hill, New Jersey. to establish offsite electronic facilities at the following locations: 4 Hunter Street, Lodi, New Jersey; 21 Park Place, Englewood, New Jersey; 252 Rock Road, Glen Rock, New Jersey; Center Grove & Quaker Church Roads, Randolph Township, New Jersey; Commerce and Laurel Streets, Bridgeton, New Jersey; Route 9 at Phillips Drive, Old Bridge, New Jersey. 2/
- Richmond** Continental Bank and Trust Company, Springfield, Virginia. To establish a branch in the Springfield Plaza III Shopping Center at the intersection of Amherst Avenue and Commerce Street, Springfield, Virginia. 2/
- San Francisco** Valley Bank of Nevada, Las Vegas, Nevada. Application for a branch office in the vicinity of 55 Highway 50, Stateline, Douglas County, Nevada. 2/

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

- San Francisco** The Bank of Orange County, Fountain Valley, California.

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

APPLICATIONS RECEIVED - Continued

Applications and Notifications for International Investments and Other Actions Pursuant to Sections 25 and 25(a) of the Federal Reserve Act and Sections 4(c)(9), 4(c)(13) and 4(c)(14) of the Bank Holding Company Act of 1956, as amended

Atlanta Intercontinental Bank Holding Company, Miami, Florida: requests consent to acquire up to 52 percent of the shares of Banque Intercommerciale de Gestion, Lausanne, Switzerland.

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

Cleveland Kentucky Bancorporation, Inc., Alexandria, Kentucky, for approval to acquire at least 80 percent of the voting shares of The First National Bank and Trust Company of Covington, Covington, Kentucky. 2/

Atlanta C B Bancshares, Inc., Fort Valley, Georgia, for approval to acquire 100 percent of the voting shares of The Citizens Bank, Fort Valley, Georgia. 2/

Atlanta Citrus Banking Corporation, Tampa, Florida, for approval to acquire 100 percent of the voting shares of Citrus Park Bank, Tampa, Florida. 2/

Atlanta First Security Bankshares, Inc., Lavonia, Georgia, for approval to acquire 80 percent or more of the voting shares of Northeast Georgia Bank, Lavonia, Georgia. 2/

Atlanta Florida Bay Banks, Inc., Panama City, Florida, for approval to acquire at least 80.73 percent of the voting shares of Bay Bank & Trust Co., Panama City, Florida. 2/

Atlanta Peoples Bancorporation, Inc., Winfield, Alabama, for approval to acquire at least 80 percent of the voting shares of Winfield State Bank, Winfield, Alabama. 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 The Baraboo Bancorporation, Inc., Baraboo, Wisconsin, for approval to acquire 80 percent or more of The Baraboo National Bank, Baraboo, Wisconsin. 2/
- Chicago Bright Financial Services, Inc., Flora, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to The Bright National Bank at Flora, Flora, Indiana. 2/
- Chicago Farmers State Bancorporation, Inc., Waupaca, Wisconsin, for approval to acquire 90.1 percent or more of the voting shares of The Farmers State Bank of Waupaca, Waupaca, Wisconsin. 2/
- Chicago FNB Hartford Bancorp., Inc., Hartford, Wisconsin, for approval to acquire 80 percent or more of the voting shares of The First National Bank of Hartford, Hartford, Wisconsin. 2/
- Chicago Harbor Country Banking Corporation, Three Oaks, Michigan, for approval to acquire 90 percent or more of the voting shares of The Bank of Three Oaks, Three Oaks, Michigan. 2/
- Chicago Tabor Enterprises, Inc., Tabor, Iowa, for approval to acquire 85 percent or more of the voting shares of First State Bank, Tabor, Iowa. 2/
- St. Louis Ashley Bancstock Company, Crossett, Arkansas, for approval to acquire 100 percent of the voting shares of the successor by merger to the First National Bank of Crossett, Crossett, Arkansas. 2/
- St. Louis Citizens Financial Service Corporation, Van Buren, Arkansas, for approval to acquire at least 81.1 percent of the voting shares of Citizens Bank and Trust Company, Van Buren, Arkansas. 2/
- St. Louis Old National Bancshares, Inc., Centralia, Illinois, for approval to acquire 100 percent of the voting shares of The Old National Bank of Centralia, Centralia, Illinois and to acquire at least 80 percent of the voting shares of Farmers and Merchants Bank of Carlyle, Illinois. 2/

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

APPLICATIONS RECEIVED - Continued

- St. Louis Owen Bancshares, Inc., Owenton, Kentucky, for approval to acquire at least 85 percent of the voting shares of First Farmers Bank and Trust Company, Owenton, Kentucky. 2/
- St. Louis Reelfoot Bancshares, Inc., Union City, Tennessee, for approval to acquire 100 percent of the voting shares of Reelfoot Bank, Hornbeak, Tennessee. 2/
- Minneapolis Burke Securities Company, Missoula, Montana, for approval to acquire 88.4 percent of the voting shares of Bank of Sheridan, Sheridan, Montana. 2/
- Minneapolis Freeborn Bancorporation, Inc., Freeborn, Minnesota, for approval to acquire 100 percent of the voting shares of First State Bank of Freeborn, Freeborn, Minnesota. 2/
- Minneapolis Tri County Investment Company, Chamberlain, South Dakota, for approval to acquire 100 percent of Tri County State Bank Holding Company, Inc., Chamberlain, South Dakota and indirectly acquire 100 percent of the voting shares of Tri County State Bank, Chamberlain, South Dakota. 2/
- Kansas City Mid Central BanCorp, Inc., Warsaw, Missouri, for approval to acquire at least 80 percent of the voting shares of Osage Valley Bank, Warsaw, Missouri. 2/
- Kansas City Morgan Capital Corporation, Fort Morgan, Colorado, for approval to acquire 100 percent of the voting shares of Fort Morgan State Bank, Fort Morgan, Colorado. 2/
- Kansas City Blanchard Bancshares, Inc., Blanchard, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First State Bank, Blanchard, Oklahoma. 2/
- Kansas City P. J. K., Inc., Forest City, Missouri, for approval to acquire at least 80 percent of the voting shares of First State Bank of Forest city, Forest City, Missouri. 2/
- Dallas Helotes Bancshares, Inc., Helotes, Texas, for approval to acquire 100 percent of the voting shares of Helotes State Bank, Helotes, 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

San Francisco Foothill Independent Bancorp, Glendora, California, for approval to acquire 100 percent of the voting shares of Foothill Independent Bank, Glendora, California. 2/

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

Boston First Connecticut Bancorp, Inc., Hartford, Connecticut, for approval to acquire 100 percent of the voting shares of The Independent Bank and Trust Company, Willimantic, Connecticut. 2/

Chicago Central Wisconsin Bankshares, Inc., Wausau, Wisconsin, for approval to acquire at least 80 percent or more of the voting shares of The State Bank of Fall Creek, Fall Creek, Wisconsin. 2/

Chicago Grand Ridge Bancorporation, Inc., Grand Ridge, Illinois, for approval to acquire at least 82.2 percent or more of the voting shares of Verona Exchange Bank, Verona, Illinois. 2/

Chicago Great Lakes Financial Resources, Inc., Blue Island, Illinois, for approval to acquire at least 80 percent or more of the voting shares of Community Bank of Homewood-Flossmoor, Homewood, Illinois. 2/

Chicago NRD Bancorp, Inc., Detroit, Michigan, for approval to acquire 100 percent of the voting shares of the successor by consolidation to Pontiac State Bank, Pontiac, Michigan. 2/

Minneapolis JDOB, Inc., Naples, Florida, for approval to acquire at least 80 percent of the voting shares of Security State Bank of Pillager, Pillager, Minnesota. 2/

Kansas City Chimney Rock Bancorp., Bayard, Nebraska, for approval to retain 13.33 percent of the voting shares of Swanton Agency, Inc., Swanton, Nebraska, and to indirectly acquire Bank of Swanton, Swanton, Nebraska. 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 Grand Bancshares, Inc., Dallas, Texas, for approval to acquire 100 percent of the voting shares of Grand Bank LBJ at Hillcrest, N.A., Dallas, Texas, a proposed new bank. 2/
- Dallas Grand Bancshares, Inc., Dallas, Texas, for approval to acquire 100 percent of the voting shares of Grand Bank Stemmons at Regal Row, N.A., Dallas, Texas, a proposed new bank. 2/
- Dallas TransTexas Bancshares, Inc., Beaumont, Texas, for approval to acquire 100 percent of the voting shares of First State Bank, Pflugerville, Texas. 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 Barclays Bank PLC and Barclays Bank International Limited, both of London, England, request permission to relocate three offices engaging in the following activities (the operation of a consumer finance business and the sale as agent of related credit life, credit accident and health and credit property insurance, including (A) direct installment loans to individuals and the purchase of retail installment notes [sales finance], such as loans made to individuals for personal, family or household purposes, including loans secured by real estate, the purchase on a discounted basis of contracts and related security agreements arising principally from the sale by dealers of titled goods [including automobiles, mobile homes, travel trailers and campers, and boat and marine equipment] and household goods [including furniture, television sets, appliances] and related wholesale financing consisting of financing dealers' inventories of automobiles, mobile homes and other chattels and (B) at the election of the borrowers from [the] consumer finance subsidiary, sale of credit-related insurance, including decreasing term credit life insurance, credit accident and health insurance, and credit property insurance designed to protect

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

the borrower's personal property [e.g., household goods] which serves as collateral for loans for [the] subsidiary. Credit life and credit accident and health insurance so sold may be underwritten or reinsured by Barclays' insurance underwriting subsidiaries) from 324 North Turner, Hobbs, New Mexico to 412 East Bender Blvd., Hobbs, New Mexico; from 4628 South Pennsylvania, Oklahoma City, Oklahoma to 2526 North Meridan Drive, Oklahoma City, Oklahoma and from 106 South Maple Street, Murfreesboro, Tennessee to Suite 105, 3354 Perimeter Hill Drive, Nashville, Tennessee, through their consumer finance subsidiary, BarclaysAmerican/Financial, Inc. (7/18/83)

New York

Midlantic Banks, Inc., Edison, New Jersey, requests permission to establish a de novo office engaging in the following activities (to refer customers to its subsidiary, Florida Coast Midlantic Trust Company, N.A., on activities related to or incidental to the conduct of a trust business including fiduciary, agency, or custodial services) at Arvida Executive Center, Intersection of Glades Road and Interstate 95, Boca Raton, Florida, through its subsidiary, Florida Coast Midlantic Trust Company, N.A. (7/20/83)

Cleveland

PNC Financial Corp, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (provide management consulting advice to non-affiliated banks and bank-related industry associations as permitted under Section 225.4(a)(12) of Regulation Y, and certain data processing activities to client financial institutions, as permitted under Section 225.4(a)(8) of Regulation Y) the de novo offices would be located at Glen Rock, New Jersey; Walnut Creek, California; Atlanta, Georgia; Chicago, Illinois; Dallas, Texas, through its subsidiary, L.S. Consulting Corp. (7/21/83)

Cleveland

Mellon National Corporation, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (the sale of voluntary unemployment insurance in connection with extensions of credit by applicant's subsidiaries) the de novo office will be located throughout Illinois and Wisconsin, and throughout the United States, through its subsidiary, Mellon Financial Services Corporation (7/19/83)

APPLICATIONS RECEIVED - Continued

- Atlanta Independent Community Banks, Inc., Sanibel, Florida, for approval to acquire 100 percent of the voting shares of Retirement Accounts, Inc., Winter Park, Florida.
- St. Louis Owen Bancshares, Inc., Owenton, Kentucky, for approval to acquire 100 percent ownership of Owen Insurance Agency, Inc., Owenton, Kentucky, and thereby engage de novo indirectly in the sale of credit life and credit accident and health insurance.
- Minneapolis Norwest Corporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (in trust company activities including, but not limited to, activities of a fiduciary, agency or custodian nature in accordance with Regulation Y) at 403 North Lawler, Mitchell, South Dakota, serving South Dakota, through its wholly-owned subsidiary, Norwest Capital Management & Trust Co., South Dakota (7/13/83)
- Minneapolis Norwest Corporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (in the activities of consumer finance, sales finance and commercial finance, the sale of credit life, credit accident and health and property and credit-related casualty insurance related to extensions of credit by that company [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] and the offering for sale and selling of travelers checks) from 214 1/2 East Main Street, Bismarck, North Dakota to Gateway Mall, Suite K-11, 2700 State Street, Bismarck, North Dakota, upon relocation, said office will serve Bismarck, North Dakota, and nearby communities, through its subsidiary, Norwest Financial North Dakota, Inc. (7/14/83)
- Minneapolis Norwest Corporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (in the activities of consumer finance, sales finance and commercial finance, the sale of credit life, credit accident and health and property and credit-related casualty insurance related to extensions of credit by that company, 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, and the offering for sale and selling of travelers checks) from 5503 Johnson Drive, Mission, Kansas to The Shops at Corporate Woods, 9906 College

APPLICATIONS RECEIVED - Continued

Boulevard, Overland, Kansas, upon relocation, said office will serve Kansas City, Overland Park, Kansas, and other nearby suburbs of Kansas City, through its subsidiary, Norwest Financial Kansas, Inc. (7/14/83)

Minneapolis

Norwest Corporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (in the activities of consumer finance, sales finance and commercial finance, the sale of credit life, credit accident and health and property and credit-related casualty insurance related to extensions of credit by that company, 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, and the offering for sale and selling of travelers checks) from 204 West Sixth Street, Topeka, Kansas to Cedarwood Shopping Center, 515 S.W. 37th Street, Topeka, Kansas, upon relocation, said office will serve Topeka, Kansas, and nearby communities, through its subsidiary, Norwest Financial Kansas, Inc. (7/14/83)

Minneapolis

Norwest Corporation, Minneapolis, Minnesota, notification of intent to relocate de novo activities (in the activities of consumer finance, sales finance and commercial finance, the sale of credit life, credit accident and health and property and credit-related casualty insurance related to extensions of credit by that company, 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, and the offering for sale and selling of travelers checks) from 127 North Seventh Street, Waco, Texas to 1020 North Valley Mills Drive, Waco, Texas, upon relocation, said office will serve Waco, Texas, and nearby communities, through its subsidiary, Norwest Financial Texas, Inc. (7/14/83)

Kansas City

Chimney Rock Bancorp., Bayard, Nebraska, for approval to indirectly engage in general insurance activities.

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for its own account or for the account of others, loans or other extensions of credit such as would be made or acquired by a mortgage company, servicing such loans and other extensions of credit for itself and others, and commercial real estate equity financing; such activities will include, but not be

APPLICATIONS RECEIVED - Continued

limited to, making commercial mortgage loans secured by commercial real estate and arranging equity financing) at 530 Lytton Avenue, Palo Alto, California, serving the entire state of California, through its direct subsidiary, BA Mortgage and International Realty Corporation (a Delaware corporation) (7/21/83)

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activity of underwriter, initially as reinsurer, to the extent permitted by relevant state law, for credit-related life insurance and credit-related accident and health insurance which is directly related to extensions of credit by BankAmerica Corporation and its nonbank subsidiaries) in San Francisco, California, through its indirect subsidiary, BA Insurance Company, Inc. (a California corporation) (7/21/83)

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of leasing personal property acquired specifically for the leasing transactions through leases which are the functional equivalent of extensions of credit, making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company, and servicing loans and other extensions of credit; such activities will include, but not be limited to, leasing of motor vehicles and purchasing retail installment sales contracts covering motor vehicles) in Santa Clara, California and Denver, Colorado; the Santa Clara, California office will be serving the entire states of California, Arizona, Hawaii, Idaho, Nevada, Oregon and Washington; the Denver, Colorado office will be serving the entire states of Colorado, Kansas, Montana, Nebraska, New Mexico, Utah and Wyoming, through its indirect subsidiary, General Rediscount Corporation (a Delaware corporation) (7/21/83)

San
Francisco

First Security Corporation, Salt Lake City, Utah, notification of intent to engage in de novo activities (in making or acquiring loans and other extensions of credit such as would be made by a mortgage company, including making both residential and commercial mortgage loans for its own portfolio and for sale to others, the servicing of such loans for others,

APPLICATIONS RECEIVED - Continued

and all activities incident thereto; also, to engage in the activities as an agent of selling credit life and credit disability insurance or mortgage redemption insurance related to extensions of mortgage 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, and credit-related casualty insurance arising out of such extensions of mortgage credit, such sales of insurance as an agent being a permissible activity under Section 601, clauses (A) and (D), of Title VI of the Garn-St Germain Depository Institutions Act of 1982) in the immediate vicinity of Broadway and East 15th Street, Vancouver, Washington, serving the Counties of Clark, Cowlitz and Skamania in Washington, through its subsidiary, Securities Intermountain, Inc. (7/19/83)

San
francisco

RCB Corporation, Sacramento, California, notification of intent to engage in de novo activities (in investment advisory services to financial institutions, public agencies, corporations and individuals, including portfolio investment advice, general economic information and studies and development of investment policy, procedures and recommendations, all in accordance with the Board's Regulation Y) in Sacramento, California, through its subsidiary, River City Money Management Company (7/16/83)

San
francisco

Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (in making or acquiring, for its own account or for the account of others, loans and extensions of credit, including making consumer installment personal loans, purchasing consumer installment sales finance contracts, making loans to small businesses and other extensions of credit such as would be made by a factoring company or a consumer finance company, and acting as broker or agent for the sale of credit life and credit accident and health insurance, such insurance activities being permitted pursuant to Section 601(A) and (D) of Title VI of the Garn-St Germain Act) at 2505 South College, Fort Collins, Colorado, serving the State of Colorado, through its subsidiary, Security Pacific Finance Corp. (7/16/83)

APPLICATIONS RECEIVED - ContinuedSan
Francisco

United Bancorporation Alaska, Inc., Anchorage, Alaska, notification of intent to engage in de novo activities (making or acquiring loans and other extensions of credit such as would be made by a mortgage company and/or commercial financial company including: real estate construction loans, both commercial and residential; real estate residential term loans; commercial loans secured by a borrower's inventory, accounts receivable, or other assets; and installment consumer loans; and servicing such loans for others, in accordance with the Board's Regulation Y; and to act as agent or broker for credit-related life, accident, health or unemployment insurance; pursuant to Section 601(A) of Title VI of the Garn-St Germain Act, in Juneau, Nome, Bethel and Fairbanks, Alaska, through its subsidiary, UBA Mortgage Company, Inc. (7/22/83)

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Agreements Filed Pursuant to Section 8 of the Securities Exchange Act of 1934

Chicago

The Bank of Kaukauna, Kaukauna, Wisconsin, has filed an agreement with the Federal Reserve Bank of Chicago (which is authorized to accept such agreements on behalf of the Board of Governors under delegated authority) undertaking to comply with all provisions which relate to the use of credit to finance transactions in securities.

New York

Creditanstalt-Bankverein of Vienna, Austria and the Dai-Ichi Kangyo Bank, Ltd., of Tokyo, Japan have filed an agreement with the Federal Reserve Bank of New York (which is authorized to accept such agreements on behalf of the Board of Governors under delegated authority) undertaking to comply with all provisions which relate to the use of credit to finance transactions in securities.

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APPLICATIONS RECEIVED - Continued

REPORTS RECEIVED

Current Report Filed Pursuant to Section 13
of the Securities Exchange Act

The Bank of West Point
West Point, Virginia
(Month of July, 1983)

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

United Counties Trust Company
Elizabeth, New Jersey

Tender Offer Statement Filed Pursuant to
Section 14(d) of the Securities Exchange Act

United Counties Trust Company
Elizabeth, New Jersey

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PETITIONS FOR RULEMAKING

None.