

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1983 No. 39)

Actions of the Board; Applications and Reports

Received During the Week Ending October 1, 1983

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Boston	Kingswood Bank Corp., Wolfeboro, New Hampshire, extension of time to December 27, 1983, within which to become a bank holding company through the acquisition of Kingswood Trust and Savings Bank, Wolfeboro, New Hampshire. <u>1/</u>
Boston	State Street Boston Corporation, Boston, Massachusetts, extension of time to January 5, 1984, within which to acquire through a purchased stock option 16.6 percent of the voting shares of Worcester Bancorp, Inc., Worcester, Massachusetts. <u>1/</u>
New York	45-49 Court Street Bank, National Association, Canton, New York, proposal to merge with The St. Lawrence National Bank, Canton, New York; report to the Comptroller of the Currency on competitive factors. <u>1/</u>
New York	7193 Main Street Bank, National Association, Ovid, New York, proposal to merge with The First National Bank of Ovid, Ovid, New York; report to the Comptroller of the Currency on competitive factors. <u>1/</u>
New York	Citicorp, New York, New York, extension of time to November 1, 1984, within which to make an additional investment in Citicorp Overseas Finance Corporation N.V., Oranjestad, Aruba, Netherlands Antilles. <u>1/</u>
Philadelphia	Independent Bank and Trust Company, West Trenton, New Jersey, extension of time to March 27, 1984, within which to establish the approved but unopened Mercer County Airport office to be located in Ewing Township, Mercer County, New Jersey. <u>1/</u>

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

ACTIONS OF THE BOARD-Continued

- Philadelphia First National Bank of Bradford County, Towanda, Pennsylvania, proposed merger with The National Bank of Wyalusing, Wyalusing, Pennsylvania, under the charter and title of the former; report to the Comptroller of the Currency on competitive factors. 1/
- Richmond First National Bankshares, Inc., Emporia, Virginia, extension of time to December 29, 1983, within which to become a bank holding company through the acquisition of The First National Bank of Emporia, Emporia, Virginia. 1/
- Atlanta South County Bank, Venice, Florida, an investment in bank premises. 1/
- Atlanta Peoples Bancshares of Pointe Coupee Parish, Inc., New Roads, Louisiana, extension of time to December 14, 1983, within which to become a bank holding company through the acquisition of Peoples Bank and Trust Company of Pointe Coupee Parish, New Roads, Louisiana. 1/
- Atlanta First National Bank of Jasper, Jasper, Alabama, proposed merger with First Jasper Interim Bank, N.A., Jasper, Alabama; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Ellis First National Bank in Tarpon Springs, Tarpon Springs, Florida, proposed merger with Ellis Springs Bank, Tarpon Springs, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Bankers Trust Company, Des Moines, Iowa, an investment in bank premises. 1/
- Chicago FNBK National Bank, Kenosha, Wisconsin, proposal to merge with The First National Bank of Kenosha, Kenosha, Wisconsin, under the charter of FNBK National Bank and title of The First National Bank of Kenosha; report to the Comptroller of the Currency on competitive factors. 1/

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

ACTIONS OF THE BOARD-Continued

- Chicago Land of Lincoln Bank, Springfield, Illinois, proposal to merge with LL Bank, Springfield, Illinois, under the charter and title of Land of Lincoln Bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Ann Arbor Trust Company, Ann Arbor, Michigan, proposal to merge with The Citizens Bank of Saline, Saline, Michigan, under the charter of Ann Arbor Trust Company and title of Citizens Trust; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago First Lacon Corp., Lacon, Illinois, extension of time to December 23, 1983, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of The First National Bank of Lacon, Lacon, Illinois. 1/
- St. Louis First Citizens National Bank, Tupelo, Mississippi, proposal to purchase certain assets and assume certain liabilities of the Starkville, Mississippi branch of Bank of Mantee, Mantee, Mississippi; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Midland Bank & Trust Company, Memphis, Tennessee, proposed merger with First Trust and Savings Bank, Paris, Tennessee; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- St. Louis Security Capital Corporation, Ratesville, Mississippi, extension of time to January 23, 1984, within which to become a bank holding company through the acquisition of the successor by merger to Ratesville Security Bank, Ratesville, Mississippi. 1/
- St. Louis First City Bank and Trust Company, Hopkinsville, Kentucky, proposal to merge with United Peoples Bank, Pembroke, Kentucky; 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

- St. Louis First Fordyce Bancshares, Inc., Fordyce, Arkansas, extension of time to January 13, 1984, within which to become a bank holding company through the acquisition of the successor by merger to The First National Bank of Fordyce, Fordyce, Arkansas. 1/
- Kansas City Pathfinder Bancshares, Inc., Fremont, Nebraska, extension of time to January 8, 1984, within which to acquire Fremont National Bank & Trust, Fremont, Nebraska. 1/
- San Francisco Pacific Regency Bank, a proposed new bank, El Toro, California, proposed acquisition of assets and assumption of liabilities of Valencia Bank, Placentia, California; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco UP&T Bancorp, Bountiful, Utah, extension of time to January 8, 1984, within which to become a bank holding company through the acquisition of Utah Bank & Trust, Bountiful, Utah. 1/
- San Francisco Central Bank of Glendale, Glendale, California, proposed acquisition of the Palm Springs Branch of Heritage Bank, Anaheim, California; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco Valley Bank of Nevada, Las Vegas, Nevada, extension of time to April 2, 1984, within which to establish a branch office to be located at Mill Street and Corporation Boulevard in Reno, Nevada. 1/
- San Francisco Deregistration for Western Electric L.A. Employees Credit Union, Los Angeles, California. 1/

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

ACTIONS OF THE BOARD-Continued

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

- Approved
- Richmond Union Trust Company of Maryland, Baltimore,
Maryland. To establish a branch at Commerce
Center, Hooks Lane and Reisterstown Road,
Baltimore County, Maryland. 1/
- Richmond Union Trust Company of Maryland, Baltimore,
Maryland. To establish a branch at 5040 Sinclair
Lane, Baltimore, Maryland. 1/
- New York European American Bank & Trust Company, New York,
New York. To establish a branch office at EAB
Plaza, Uniondale, New York. 1/
- New York Fidelity Union Bank, Newark, New Jersey. To es-
tablish 45 offsite electronic facilities in New
Jersey. 1/

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

- Approved
- Richmond Community Bank & Trust Company of Virginia, Sterling,
Virginia.

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Applications and Notifications for International Invest-
ments 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
- Chicago Continental Illinois National Bank and Trust Company
of Chicago, Chicago, Illinois: grants consent to
make an additional investment in Continental Illinois
Bank, Toronto, Ontario, Canada.

ACTIONS OF THE BOARD-Continued

Sixty Day Notification Period Allowed to Expire

New York Citibank, N.A., New York, New York: no objection to acquire 49 percent of the voting shares of Grindlays Holdings p.l.c., London, England in exchange for 49 percent of the voting shares of Grindlays Bank p.l.c., London, England.

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

Withdrawn

San Francisco Bank Hapoalim, B.M., Tel Aviv, Israel, for approval to acquire 100 percent of the voting shares of Hapoalim California Bank, Los Angeles, California.

Approved

Cleveland Farmers National Bancorp of Cynthiana, Inc., Cynthiana, Kentucky, for approval to acquire at least 84 percent of the voting shares of The Farmers National Bank of Cynthiana, Cynthiana, Kentucky. 1/

Cleveland United Bancorp, Inc., Martins Ferry, Ohio, for approval to acquire 100 percent of the voting shares of The Citizens Savings Bank, Martins Ferry, Ohio. 1/

Atlanta Community Banking Corporation, Bradenton, Florida, for approval to acquire at least 80 percent of the voting shares of Community Bank of Manatee, Bradenton, Florida. 1/

Atlanta Dawson Bancshares, Inc., Dawson, Georgia, for approval to acquire 100 percent of the voting shares of Bank of Dawson, Dawson, Georgia. 1/

Atlanta First City Bancorp, Inc., Gainesville, Florida, for approval to acquire at least 80 percent or more of the voting shares of First City Bank of Gainesville, Gainesville, Florida. 1/

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

ACTIONS OF THE BOARD-Continued

- Atlanta Florida Central Banks, Inc., Chipley, Florida, for approval to acquire 97.0 percent of the voting shares of Bank of Washington County, Chipley, Florida. 1/
- Atlanta Florida Community Banks, Inc., Bonifay, Florida, for approval to acquire 97.8 percent of the voting shares of First Bank of Holmes County, Bonifay, Florida. 1/
- Chicago B and K Rancorporation, Inc., Hampton, Iowa, for approval to acquire 100 percent of the voting shares of Iowa Bank & Trust Company, Bloomfield, Iowa (formerly Exchange Bank). 1/
- Chicago Guaranty Bankshares, Ltd., Cedar Rapids, Iowa, for approval to acquire 80 percent of the voting shares of Guaranty Bank and Trust Company, Cedar Rapids, Iowa. 1/
- Chicago Logansport Bancorp, Inc., Logansport, Indiana, for approval to acquire 100 percent of the voting shares of The Farmers and Merchants State Bank, Logansport, Indiana. 1/
- Chicago Wainwright Financial Corporation, Noblesville, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to Wainwright Bank and Trust Company, Noblesville, Indiana. 1/
- St. Louis First Illinois Bancorp, Inc., Manchester, Missouri, for approval to acquire at least 80 percent of the voting shares of First National Bank in Chester, Chester, Illinois. 1/
- St. Louis United Danville, Inc., Danville, Kentucky, for approval to acquire 94.6575 percent of the voting shares of Bank of Danville, Danville, Kentucky. 1/
- Minneapolis Tri County Investment Company, Chamberlain, South Dakota, for approval to acquire 100 percent of the voting shares of Tri County State Bank Holding Company, Inc., Chamberlain, South Dakota and indirectly acquire Tri County State Bank, Chamberlain, South Dakota. 1/

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

ACTIONS OF THE BOARD-Continued

- Kansas City American Exchange Bancorp, Inc., Norman, Oklahoma, for approval to acquire at least 80 percent of the voting shares of American Exchange Bank and Trust Company, Norman, Oklahoma. 1/
- Kansas City City Bancshares, Inc., Fort Scott, Kansas, for approval to acquire at least 80 percent of the voting shares of City State Bank, Fort Scott, Kansas. 1/
- Kansas City First Carmen Bancshares, Inc., Carmen, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First National Bank in Carmen, Carmen, Oklahoma.
- Kansas City First Fowler Bancorp, Inc., Fowler, Colorado, for approval to acquire 100 percent of the voting shares of First National Bank of Fowler, Fowler, Colorado. 1/
- Kansas City First Gage Bancorporation, Inc., Gage, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First State Bank of Gage, Gage, Oklahoma.
- Kansas City First Sallisaw Bancshares, Inc., Sallisaw, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First National Bank, Sallisaw, Oklahoma.
- Kansas City First Seminole Bancorporation, Inc., Seminole, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First National Bank of Seminole, Seminole, Oklahoma.
- Kansas City Higginsville Bancshares, Inc., Higginsville, Missouri, for approval to acquire 100 percent of the voting shares of Higginsville State Bank, Higginsville, Missouri. 1/
- Kansas City The Mitch Corporation, Mitchell, Nebraska, for approval to acquire at least 91 percent of the voting shares of First National Bank in Mitchell, Mitchell, Nebraska. 1/

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

ACTIONS OF THE BOARD-Continued

- Kansas City Northwest Bancshares, Inc., Woodward, Oklahoma, for approval to acquire 100 percent of the voting shares of Bank of the Northwest, Woodward, Oklahoma. 1/
- Kansas City Sand Springs Bancshares, Inc., Sand Springs, Oklahoma, for approval to acquire at least 80 percent of the voting shares of First Bank and Trust Company, Sand Springs, Oklahoma.
- Kansas City Webb Bancshares, Inc., Highland, Kansas, for approval to acquire at least 80 percent of the voting shares of The Farmers State Bank of Highland, Highland, Kansas. 1/
- Dallas Mineola Bancshares, Inc., Mineola, Texas, for approval to acquire 100 percent of the voting shares of Mineola State Bank, Mineola, Texas. 1/
- Dallas Pecos County Bancshares, Inc., Fort Stockton, Texas, for approval to acquire 100 percent of the voting shares of The Pecos County State Bank, Fort Stockton, Texas. 1/
- Denied
- Kansas City Holcomb Bancshares, Inc., Ellsworth, Kansas, for approval to acquire 100 percent of the voting shares of First National Bank of Holcomb, Holcomb, Kansas.

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

- Approved
- Richmond First Community Bancshares, Inc., Princeton, West Virginia, for approval to acquire 100 percent of the voting shares of Adrian Buckhannon Bank, Buckhannon, West Virginia. 1/

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

ACTIONS OF THE BOARD-Continued

- Richmond First Community Bancshares, Inc., Princeton, West Virginia, for approval to acquire 100 percent of the voting shares of Upshur National Bank, Buckhannon, West Virginia. 1/
- Richmond One Valley Bancorp of West Virginia, Inc., Charleston, West Virginia, for approval to acquire 100 percent of the voting shares of One Valley National Bank of Kanawha City, Charleston, West Virginia. 1/
- Atlanta American Banks of Florida, Inc., Jacksonville, Florida, for approval to acquire 100 percent of the voting shares of Flagship National Bank of Alachua County, Gainesville, Florida. 1/
- Atlanta Ellis Banking Corporation, Bradenton, Florida, for approval to acquire assets and assume certain liabilities of Jacksonville National Bank, Jacksonville, Florida. 1/
- Atlanta First Bancshares Corporation of Illinois, Alton, Illinois, for approval to acquire 100 percent of the voting shares of Airport National Bank, Bethalto, Illinois. 1/
- St. Louis Delta Bancshares Company, St. Louis, Missouri, for approval to acquire at least 45.25 percent of the voting shares of Eureka Bank, Eureka, Missouri. 1/
- Kansas City Clarke, Inc., Papillion, Nebraska, for approval to acquire 100 percent of the voting shares of The Mitch Corporation, Mitchell, Nebraska and indirectly First National Bank in Mitchell, Mitchell, Nebraska. 1/
- Kansas City Dawson Corporation, Lexington, Nebraska, for approval to acquire 73 percent of the voting shares of The Mitch Corporation, Mitchell, Nebraska. 1/
- Kansas City I & P, Inc., Cherryvale, Kansas, for approval to acquire at least 24.9 percent of the voting shares of City Bancshares, Inc., Fort Scott, Kansas and indirectly acquire City State Bank, Fort Scott, Kansas. 1/

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

ACTIONS OF THE BOARD-Continued

- Dallas Grand Bancshares, Inc., Dallas, Texas, for approval to acquire 100 percent of the voting shares of Grand Bank Airport Freeway at Highway 157, N.A., Bedford, Texas. 1/
- Dallas Independent Bankshares, Inc., Abilene, Texas, for approval to acquire 100 percent of the voting shares of First State Bank of Odessa, N.A., Odessa, Texas, a proposed new bank. 1/
- Dallas Landmark Financial Group, Inc., Fort Worth, Texas, for approval to acquire 100 percent of the voting shares of Arlington Heights Bank of Fort Worth, Fort Worth, Texas. 1/
- San Francisco First NorthWest Bancorporation, Seattle, Washington, for approval to acquire 100 percent of the voting shares of Cascade Security Bank, Enumclaw, Washington. 1/

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

- San Francisco Bank Hapoalim, B.M., Tel Aviv, Israel, for approval to engage de novo in investment advising and leasing through its subsidiary, Ampel-American Israel Corporation, New York, New York.
- Chicago Approved Union Bancorp Inc., Grand Rapids, Michigan, for approval to acquire 100 percent of the voting shares of Bankers Leasing Services, Inc., Southfield, Michigan. 1/
- Kansas City Sherman County Management, Inc., Loup City, Nebraska, for approval to retain certain assets of a general insurance agency, Skotchdopole Agency, Inc., Ravenna, Nebraska. 1/

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

ACTIONS OF THE BOARD-ContinuedPermitted

- 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 loans secured by junior liens on residential real estate and (ii) the servicing of residential and commercial mortgage loans and loans secured by junior liens on residential real estate) at 1370 Niagra Falls Boulevard, Tonawanda, New York, serving Erie, Genesee, Monroe, Niagra, Orleans and Wyoming counties in New York, through its direct subsidiary, Fleet Mortgage Corp. (10/1/83) 3/
- Boston Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (in the underwriting of credit life and credit accident and health insurance written in connection with extensions of credit by an affiliated bank holding company subsidiary, UniMortgage Corporation of MN) serving the State of Minnesota, through its indirect subsidiary, The Motor Life Insurance Company (10/1/83) 3/
- Boston Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (in the origination, sale and servicing of second mortgage loans; the sale of credit life and credit accident and health insurance which, pursuant to concurrent approval shall be underwritten by an affiliated bank holding company subsidiary, Motor Life Insurance Company) at 2950 Metro Drive, Bloomington, Minnesota, serving the greater metropolitan area of the City of Bloomington, Minnesota and St. Paul and Hennepin County, through its indirect subsidiaries, UniMortgage Corporation of MN and The American Standard Insurance Agency (10/1/83) 3/
- Boston Shawmut Corporation, Boston, Massachusetts, notification of intent to relocate de novo activities (in insurance agency activities for the sale of credit life and credit accident and health insurance sold in connection with extensions of credit) from 446 Main Street, Worcester, Massachusetts to One Federal Street, Boston, Massachusetts, a distance

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

ACTIONS OF THE BOARD-Continued

of approximately 40 miles, serving the Commonwealth of Massachusetts, through its indirect subsidiary, Wornat Insurance Agency, Inc., Worcester, Massachusetts (Wornat: to be renamed Shawmut Insurance Agency, Inc.) (10/1/83) 3/

New York

Barclays Bank PLC and Barclays Bank International Ltd., both of London, England, request permission to relocate two offices engaging in the following activities (making direct consumer loans, including loans secured by real estate, and purchasing sales finance contracts representing extensions of credit such as would be made or acquired by a consumer finance company, and wholesale financing [floor planning] and acting as agent for the sale of related credit life, credit accident and health and credit property insurance; credit life and credit accident and health insurance sold as agent may be underwritten or reinsured by the insurance underwriting subsidiaries of Barclays-American Corporation) from 1199 Northwest Wall Street, Bend, Oregon to Suite 7, Deschutes Business Center, 20370 Anderson Road, Bend, Oregon and from 852 West Oglethorpe Avenue, Albany, Georgia to 407 Sands Drive, Albany, Georgia, through their subsidiary, Barclays American/Financial, Inc. (9/24/83) 3/

Chicago

First Chicago Corporation, Chicago, Illinois, notification of intent to engage in de novo activities (in performing or carrying or any one or more of the functions or activities that may be performed or carried on by a trust company including activities of a fiduciary, agency or custodial nature) at Three First National Plaza, Chicago, Illinois, through its subsidiary, First Chicago Investments Advisers, National Association (9/27/83) 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

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 1922 Remount Road, North Charleston, South Carolina to 2171 A Ashley Phosphate Road, North Charleston, South Carolina, upon relocation, said office will serve North Charleston, South Carolina; Charleston, South Carolina; and other nearby suburbs of Charleston, South Carolina, through its subsidiary, Norwest Financial South Carolina, Inc. (9/28/83) 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, credit-related accident and health insurance and credit-related property insurance; the aforementioned types of credit-related insurance are permissible under Section 4(c)(8)(D) of the Bank Holding Company Act of 1956, as amended by the Garn-St Germain Depository Institutions Act of 1982 and Section 2 of the Pennsylvania Act of the General Assembly 1974 (P.L. 1148, No. 365,1 (40 P.S. 281)); 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, credit-related accident and health and credit-related property insurance directly related to extensions of credit made or acquired by FinanceAmerica Consumer Discount Company; credit-related life and credit-related accident 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

health insurance may be reinsured by RA Insurance Company, Inc. an affiliate of FinanceAmerica Consumer Discount Company) in Bethlehem, Monroeville, and Scranton, Pennsylvania, each office will serve the entire State of Pennsylvania, through its indirect subsidiary, FinanceAmerica Consumer Discount Company (a Pennsylvania Corporation) (9/30/83) 3/

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (making or acquiring for their 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 in either the State of Kentucky or Indiana; such activities will include, but not be limited to, making loans and other extensions of credit to businesses, making loans secured by real and personal property, purchasing installment sales finance contracts, and offering credit-related life and credit-related accident and health insurance directly related to extensions of credit made or acquired by both corporations; credit-related life and credit-related accident and health insurance may be reinsured by RA Insurance Company, Inc., an affiliate of both corporations) at 1250 Bardstown Road, Louisville, Kentucky; both corporations will serve the entire States of Kentucky and Indiana, through its indirect subsidiaries, FinanceAmerica Corporation and FinanceAmerica Loan and Investment Company (both Kentucky corporations) (9/30/83) 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 Chemical Bank, New York, New York. To establish a branch at Jefferson Valley Mall, Jefferson Valley, Town of Yorktown, County of Westchester, New York. 2/
- Richmond Union Trust Company of Maryland, Baltimore, Maryland. To establish a branch at 101-102 Baltimore Annapolis Blvd., Anne Arundel County, Maryland. 2/

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

- Kansas City Bank of Aurora, Aurora, Colorado. 2/
- Dallas Independence Bank, Plano, Texas. 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), 4(c)(13) and 4(c)(14) of the Bank Holding Company Act of 1956, as amended

- Chicago First Chicago Corporation, Chicago, Illinois, prior notification of its intent to establish an export trading company, First Chicago Trading Company, which will in turn invest in a joint venture export trading company, Sears - First Chicago Trading Company.
- San Francisco U.S. Bancorp, Portland, Oregon, prior notification of its intent to establish an export trading company, U. S. World Trade Corporation.

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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

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

Philadelphia The Philadelphia National Bank, Philadelphia,
 Pennsylvania: prior notification of its intent
 to establish a branch in London, England.

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

New York Community Bank System, Inc., Canton, New York, for
 approval to acquire 100 percent of the voting shares
 of the successors by merger to The St. Lawrence
 National Bank, Canton, New York, and The First
 National Bank of Ovid, Ovid, New York. 2/

Atlanta First Citizens Corporation, Oneonta, Alabama, for
 approval to acquire 100 percent of the voting shares
 of The Citizens Bank, Oneonta, Alabama. 2/

Chicago B and K Bancorporation, Inc., Hampton, Iowa, for approval
 to acquire 100 percent of the voting shares of Iowa Bank &
 Trust Company, Bloomfield, Iowa (formerly Exchange Bank). 2/

Chicago Columbia National Bancorp, Inc., Chicago, Illinois, for
 approval to acquire 100 percent of the voting shares
 (less directors' qualifying shares) of successor by merger
 to Columbia National Bank of Chicago, Chicago, Illinois. 2/

Chicago Harvard Bancorp., Inc., Harvard, Illinois, for approval to
 acquire at least 80 percent or more of the voting shares
 of The Harvard State Bank, Harvard, Illinois. 2/

St. Louis FABCO Sub, Inc., Little Rock, Arkansas, for approval to
 acquire 100 percent of Pope County Bankshares Inc., and
 indirectly control of 98.9 percent of the voting shares
 of Peoples Bank and Trust Company, both of Russellville,
 Arkansas. 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 State National Bancorp of Frankfort, Inc., Frankfort, Kentucky, for approval to acquire 100 percent of the voting shares of the successor by merger to The State National Bank of Frankfort, Frankfort, Kentucky. 2/
- Minneapolis Truman Bancshares, Inc., Truman, Minnesota, for approval to acquire 97 percent of the voting shares of Peoples State Bank of Truman, Incorporated, Truman, Minnesota. 2/
- Kansas City The Citizens State Bank and Citizens Holding Corporation Employees' Stock Ownership Plan, both located in Keenesburg, Colorado, for approval to increase, passively, its ownership of Citizens Holding Corporation, Keenesburg, Colorado, from 24.90 percent to 41.46 percent. 2/
- Kansas City Plainville Bancshares, Inc., Plainville, Kansas, for approval to acquire at least 80 percent of the voting shares of Plainville State Bank, Plainville, Kansas. 2/
- Dallas Western Commerce Bancshares of Carlsbad, Inc., Carlsbad, New Mexico, for approval to acquire at least 80 percent of the voting shares of Western Commerce Bank, Carlsbad, New Mexico. 2/
- San Francisco National American Bancorp, San Francisco, California, for approval to acquire 100 percent of the voting shares of National American Bank, San Francisco, California, a proposed new bank. 2/
- San Francisco S. H. Resources and Development Corporation, Los Angeles, California, H. S. Holding Company, Ltd., Tel Aviv, Israel, and Corporation for International Agricultural Production Limited, Ramat-Gan, Israel, for approval to acquire 80.4 percent of the voting shares of Empire State Bank of Layton, Layton, Utah. 2/
- San Francisco SJNB Financial Corp., San Jose, California, for approval to acquire 100 percent of the voting shares of San Jose National Bank, San Jose, California. 2/
- San Francisco Trans-Pacific Bancorp, San Francisco, California, for approval to acquire 100 percent of the voting shares of Trans-Pacific National Bank, San Francisco, California, a proposed new bank. 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 - ContinuedTo Expand a Bank Holding Company Pursuant to Section 3(a)(3) of the Bank Holding Company Act of 1956

- Chicago FIRST OAK BROOK BANCSHARES, INC., Oak Brook, Illinois, for approval to acquire at least 95.2 percent or more of Warrenville Bank and Trust Co., Warrenville, Illinois. 2/
- St. Louis First Arkansas Bankstock Corporation, Little Rock, Arkansas, for approval to acquire FABCO Sub, Inc., Little Rock, Arkansas and indirectly 100 percent of Pope County Bankshares, Inc. and indirectly control 98.9 percent of the voting shares of Peoples Bank and Trust Company, both of Russellville, Arkansas. 2/
- Minneapolis Intermountain Bancorporation, Columbia Falls, Montana, for approval to acquire 91.25 percent of the voting shares of Treasure State Bank of Glasgow, Glasgow, Montana. 2/
- Kansas City American Bank Corporation, Denver, Colorado, for approval to acquire 100 percent of the voting shares of American Bank of Eastridge, N.A., Casper, Wyoming, a proposed new bank. 2/
- Dallas Independent Bankshares, Inc., Abilene, Texas, for approval to acquire 100 percent of the voting shares of First State Bank of Odessa, N.A., Odessa, Texas, a proposed new bank. 2/

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

- New York Barclays Bank PLC and Barclays Bank International Limited, both located in London, England, request permission to relocate an office engaging in the following activities (making direct consumer loans, including loans secured by real estate, and purchasing sales finance contracts representing extensions of credit such as would be made or acquired by a consumer finance company, and wholesale financing [floor planning] and acting as

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

- agent for the sale of related credit life, credit accident and health and credit property insurance; credit life and credit accident and health insurance sold as agent may be underwritten or reinsured by Barclays' insurance underwriting subsidiaries) from 2118 Cosgrove Avenue, Charleston Heights, South Carolina to Skylark Office Park, 2040 Savannah Highway, Charleston, South Carolina, through its subsidiary, BarclaysAmerican/Financial, Inc. (9/30/83)
- New York Chemical New York Corporation, New York, New York, for approval to acquire, through its newly-organized subsidiary, ASX, Inc., 100 percent of the partnership interests in Alexander, Scriver and Associates, Denver, Colorado, and thereby to engage in nonbanking activities.
- New York Citicorp, New York, New York, for approval to engage through its subsidiary, Citicorp Futures Corporation in the execution and clearance of certain options on futures contracts and on the underlying commodities and financial instruments on major commodity exchanges, in the execution and clearance of certain non-equity options on major securities exchanges.
- New York Norstar Bancorp Inc., Albany, New York, for approval to expand the service area of its subsidiary, Norlife Reinsurance Company, to include reinsurance of credit life and accident and health insurance sold in connection with extensions of credit by its subsidiary banks in the State of Maine.
- Cleveland F.N.R. Corporation, Hermitage, Pennsylvania, for approval to acquire the finance receivables and equipment, retain the personnel, and assume the lease obligations of five offices of Carson Consumer Discount Company, Wellsboro, Pennsylvania.
- Chicago Marshall & Illsley Corporation, Milwaukee, Wisconsin, notification of intent to engage in de novo activities (in the originating, acquiring, selling and servicing residential and commercial mortgage loans for its own account or for the account of others, as well as making construction and development mortgage loans and performing such incidental activities necessary to conducting a mortgage banking business) at 11 West Main Street, Madison, Wisconsin, and the geographic scope will be the 50 States of the United States, through its subsidiary, M & I Mortgage Company, Inc. (9/17/84)

APPLICATIONS RECEIVED - Continued

- St. Louis Lincoln County Bancorp., Inc., Troy, Missouri, notification of intent to engage in de novo activities (in acting as agent for the sale of credit life, accident and health insurance directly related to its two subsidiary banks' extensions of credit) these activities would be performed in the cities of Troy, Hawk Point and Winfield, Missouri and the surrounding rural areas (9/22/83)
- Dallas Coronado Bancshares, Inc., El Paso, Texas, notification of intent to engage in de novo activities (to engage directly in consumer and commercial lending activities including the extension of direct loans to commercial businesses; direct loans to individuals; the purchase of retail and commercial installment notes or contracts receivable and any other extension of credit which would be made by a commercial lender, including servicing such loans for others) these activities would be performed in El Paso, Hudspeth and Culberson Counties in Texas, and Dona Ana County in New Mexico (9/26/83)
- San Francisco First Interstate Bancorp, Los Angeles, California, notification of intent to engage in de novo activities (in making or acquiring loans and other extensions of credit, such as commercial loans secured by a borrower's inventory, accounts receivable or other assets, and servicing loans) in the St. Louis, Missouri area, serving the MidWestern States, through its subsidiary, First Interstate Commercial Corporation (9/30/83)
- San Francisco First Pacific Investments Limited, Central, Hong Kong, for approval to engage de novo in lending, loan servicing and sale of credit-related life, health, accident and unemployment insurance through a direct subsidiary, Pacific First Mortgage Corporation, Pleasanton, California.
- 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 banking company, including making both residential and commercial mortgage loans for its own portfolio and for sale to others, and the servicing of such loans for others) at 300 South 4th Street, Las Vegas, Nevada, serving Las Vegas and all of Clark County, as business can be developed for mortgages in surrounding areas, this office will also serve those portions of the following contiguous counties which are closest to Las Vegas, Nye and Lincoln Counties, through its subsidiary, First Security Realty Services Corporation (formerly known as Utah Mortgage Loan Corporation) (9/29/83)

APPLICATIONS RECEIVED - Continued

San
Francisco

Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (in the origination and acquisition of mortgage loans, including development and construction loans on multi-family and commercial properties for Security Pacific Mortgage Corporation's own account or for sale to others; and the servicing of such loans for others) at 2510 15th Street, Casper, Wyoming, serving the State of Wyoming, through its subsidiary, Security Pacific Mortgage Corporation (9/29/83)

San
Francisco

U. S. Bancorp, Portland, Oregon, notification of intent to engage in de novo activities (in the making, acquiring, and servicing of loans and other extensions of credit, either secured or unsecured, for its own account or the account of others including, but not limited to, consumer loans, installment sales contracts and other forms of receivables; acting as insurance agent with regard to credit life and disability insurance, property and casualty insurance, solely in connection with extensions of credit by Bancorp Credit Services, Inc.; Bancorp relies upon the provisions of Sections 225.4(a)(1), 225.4(a)(3), and 225.4(a)(9)(i) of Regulation Y and Sections 601 (A) and 601(D) of Title VI of the Garn-St Germain Depository Institutions Act) these activities will be conducted from a modern two story office building located at the intersection of Hurley Way and Howe Avenue in Central Sacramento, at 2143 Hurley Way, Suite 200, Sacramento, California, the primary area to be serviced will be all of the incorporated City of Sacramento, through its subsidiary, Bancorp Credit Services, Inc. (9/28/83)

San
Francisco

Wells Fargo & Company, San Francisco, California, notification of intent to engage in de novo activities (to engage in the issuance of travelers checks, which will be sold by its subsidiary, Wells Fargo Bank, N.A., acting as agent for the issuer, and possibly by other, unaffiliated sales agents) in San Francisco, California, serving the State of California (9/26/83)

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APPLICATIONS RECEIVED - Continued

REPORTS RECEIVED

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

Gateway State Bank
Staten Island, New York

The Lawrence County Bank
Lawrenceburg, Tennessee

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PETITIONS FOR RULEMAKING

None.