

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
(H.2, 1983 No. 47)

Actions of the Board; Applications and Reports

Received During the Week Ending November 26, 1983

APPLICABLE
RESERVE RANK

ACTIONS OF THE BOARD

Regulation Y, Nonbanking Activity: Elimination of Rate Reduction Requirement from Credit Life and Credit Accident and Health Insurance Underwriting; the Board requests comment no later than January 24, 1984. (Pocket No. R-0491)

Boston	Fenwick Financial Corporation, Old Saybrook, Connecticut, extension of time to June 1, 1984, within which to become a bank holding company through the acquisition of Old Saybrook Bank and Trust Company, Old Saybrook, Connecticut. <u>1/</u>
New York	Lafayette Bank & Trust Company, Fairfield, Connecticut, proposal to acquire the assets of and assume the liabilities of the Stratford branch of County Federal Savings and Loan Association of Westport, Westport, Connecticut; report to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u>
Philadelphia	First Keystone Corporation, Berwick, Pennsylvania, extension of time to April 30, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of The First National Bank of Berwick, Berwick, Pennsylvania. <u>1/</u>
Richmond	First National Bank of the Valley, Luray, Virginia, proposed merger with Old Dominion National Savings Bank, Winchester, Virginia; report to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u>
Atlanta	Lawrence County Bank, Lawrenceburg, Tennessee, investment in bank premises. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

- Atlanta New Iberia National Bank, New Iberia, Louisiana, proposed merger with NNB National Bank, New Iberia, Louisiana; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Peoples Bank of La Grange, La Grange, Georgia, proposed merger with Trust Company Bank of Troup County, La Grange, Georgia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta White County Bank, Cleveland, Georgia, proposed merger with WC Interim Bank, Cleveland, Georgia; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Albertville Bancshares, Inc., Albertville, Alabama, extension of time to March 7, 1984, within which to become a bank holding company through acquisition of the Albertville National Bank, Albertville, Alabama. 1/
- Atlanta First Bankers of Florida, N.A., Cape Canaveral, Florida, proposed merger with First Bankers of South Brevard, N.A., Melbourne, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta First Georgia Bank, Atlanta, Georgia, an investment in bank premises (approved under delegated authority by the Director, Division of Banking Supervision and Regulation).
- Atlanta Southeast Bank, N.A., Miami, Florida, proposed merger with Southeast Bank at Bartow, N.A., Bartow, Florida; Southeast Bank of Belle Glade, N.A., Belle Glade, Florida; Southeast Bank of the Florida Keyes, N.A., Key West, Florida, and Southeast Bank of Lee County, N.A., Cape Coral, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta First National Bank of Vicksburg, Vicksburg, Mississippi, proposed merger with Interim National Bank, Vicksburg, Mississippi; 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

- Atlanta Barnett Bank of Central Florida, N.A., Winter Park, Florida, proposed merger with Flagship Bank of Kissimmee, Kissimmee, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago F & M National Bank, Benton Harbor, Michigan, proposal to merge with Farmers and Merchants National Bank in Benton Harbor, Benton Harbor, Michigan, under the charter of F & M National Bank and title of Farmers and Merchants National Bank in Benton Harbor; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago State Bank of Hampshire, Hampshire, Illinois, proposal to merge with SRH Bank, Hampshire, Illinois, under the charter of State Bank of Hampshire and title of First American Bank of Hampshire; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Iowa State Bank and Trust Co., Iowa City, Iowa, proposal to merge with Jo. Co. State Bank, Iowa City, Iowa, under the charter and title of Iowa State Bank and Trust Co.; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago First Bank of Dundee, Dundee, Illinois, proposal to merge with FRD Bank, Dundee, Illinois, under the charter of First Bank of Dundee and title of First American Bank of Dundee; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago First American Bank of Lake County, Lake Villa, Illinois, proposal to merge with FABLC Bank, Lake Villa, Illinois, under the charter and title of First American Bank of Lake County; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago First American Bank of Aurora, Aurora, Illinois, proposal to merge with Merora State Bank, Aurora, Illinois; under the charter of Merora State Bank and title of First American Bank of Aurora; 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 Greater Columbia Bancshares, Inc., Portage, Wisconsin, extension of time to January 12, 1984, 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 Portage, Portage, Wisconsin. 1/
- Chicago ISR Financial Corp., Iowa City, Iowa, extension of time to January 16, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Iowa State Bank and Trust Co., Iowa City, Iowa. 1/
- Chicago Security Chicago Corp., Chicago, Illinois, extension of time to February 28, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to First Security Bank of Chicago, Chicago, Illinois. 1/
- Chicago First Port Byron Bancorp, Inc., Port Byron, Illinois, extension of time to March 15, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Port Byron State Bank, Port Byron, Illinois. 1/
- Chicago Banc of Reynolds, Reynolds, Indiana, extension of time to January 16, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of Bank of Reynolds, Reynolds, Indiana. 1/
- St. Louis First Bancshares Corporation of Illinois, Alton, Illinois, extension of time to February 24, 1984, within which to acquire the successor by merger to Airport National Bank, Bethalto, Illinois. 1/
- St. Louis First Missouri Bank and Trust Company of Creve Coeur, Creve Coeur, Missouri, proposal to merge with First Missouri Bank of West County, Manchester, Missouri and First Missouri Bank of Ellisville, Ellisville, Missouri; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Kansas City Bank of New Mexico Holding Company, Albuquerque, New Mexico, extension of time to January 11, 1984, within which to acquire The Bank of Albuquerque, Albuquerque, New Mexico. 1/

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

ACTIONS OF THE BOARD - Continued

- Kansas City** First Golden Bancorporation, Golden, Colorado, extension of time to April 3, 1984, within which to acquire and to July 3, 1984, within which to open First Interstate Bank of Arvada, N.A., Arvada, Colorado, a proposed new bank. 1/
- San Francisco** Harbor Bank, Long Beach, California, proposed purchase of assets and assumption of liabilities of the Fountain Valley branch of South Coast Bank, Costa Mesa, California; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco** First Bank of Enumclaw, National Association, Enumclaw, Washington, proposed merger with the First National Bank of Enumclaw, Enumclaw, Washington, under the charter of the former and the title of the latter; report to the Comptroller of the Currency on competitive factors. 1/
- San Francisco** Security Pacific Corporation, Los Angeles, California, extension of time to July 27, 1984, within which to divest of a real property interest in Garden City, New York, acquired in the acquisition of A. J. Armstrong, Inc., New York, New York. 1/

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

ACTIONS OF THE BOARD - Continued

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

Chicago Approved
Everly State Bank, Everly, Iowa, to merge with
Peterson State Bank, Peterson, Iowa. 1/

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

Minneapolis Not Disapproved
Waubay Bancorporation, Inc., Waubay, South Dakota. 1/

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

New York Approved
Chemical Bank, New York, New York. To establish a branch
at the Jefferson Valley Mall, southeast corner of Lee
Boulevard and Route 6, Town of Yorktown, Westchester
County, New York. 1/

New York Salamanca Trust Company, Salamanca, New York. To
establish an offsite electronic facility at the
Parkview Supermarket, 545 Broad Street, Salamanca,
New York. 1/

Richmond Princeton Bank and Trust Company, Princeton, West
Virginia. To establish a branch on Highway 10,
Matoaka, West Virginia. 1/

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

ACTIONS OF THE BOARD - Continued

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

	<u>Approved</u>
Chicago	Everly State Bank, Everly, Iowa. <u>1/</u>
St. Louis	MidAmerica Bank and Trust Company of Edgmont, East St. Louis, Illinois. <u>1/</u>

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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

	<u>Approved</u>
Chicago	First Chicago Corporation, Chicago, Illinois: no objection to establish an export trading company, First Chicago Trading Company which will, in turn, invest in 50 percent of a joint venture export trading company with Sears World Trade, Inc., Washington, D. C., to be known as Sears-First Chicago Trading Company.
San Francisco	BankAmerica International Financial Corporation, San Francisco, California: grants consent to make an additional investment in BA Australia Limited, Sydney, Australia.

	<u>Sixty-Day Notification Period Allowed to Expire</u>
Philadelphia	The Philadelphia National Bank, Philadelphia, Pennsylvania: no objection to establish an initial branch in London, England.

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

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

	<u>Withdrawn</u>
St. Louis	Helena Bancshares, Inc., Helena, Arkansas, for approval to acquire 100 percent of the voting shares of the of the successor by merger to The Helena National Bank, Helena, Arkansas. <u>1/</u>
	<u>Approved</u>
Boston	Charter Financial Corporation, Framingham, Massachusetts, for approval to acquire 100 percent of the voting shares of Framingham Trust Company, Framingham, Massachusetts. <u>1/</u>
Cleveland	Farmers State Bancorp, Union City, Ohio, for approval to acquire 100 percent of the voting shares of The Farmers State Bank of Union City, Union City, Ohio. <u>1/</u>
Richmond	Allied Irish Banks Limited, Dublin, Ireland, for approval to acquire at least 50 percent of the voting shares of First Maryland Bancorp, Baltimore, Maryland and indirectly First Omni Bank, N.A., Millsboro, Delaware and The First National Bank of Maryland, Baltimore, Maryland.
Atlanta	Citizens Express Company, Gainesville, Georgia, for approval to acquire 100 percent of the voting shares of The Citizens Bank, Gainesville, Georgia. <u>1/</u>
Atlanta	Dickson Financial Corporation, Dickson, Tennessee, for approval to acquire 100 percent of the voting shares of The Bank of Dickson, Dickson, Tennessee. <u>1/</u>
Atlanta	Gulf Coast Bancshares, Inc., Abbeville, Louisiana, for approval to acquire 66.7 percent of the voting shares of Gulf Coast Bank, Abbeville, Louisiana. <u>1/</u>
Chicago	Countryside Financial Services, Inc., Walworth, Wisconsin, for approval to acquire at least 80 percent of the voting shares of Walworth State Bank, Walworth, Wisconsin. <u>1/</u>
Chicago	First Financial Associates, Inc., Kenosha, Wisconsin, for approval to acquire 100 percent of the voting shares of the successor by merger to First National of Kenosha, Kenosha, Wisconsin. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

- Chicago First Postville Bancorporation, Inc., Postville, Iowa, for approval to acquire 91.68 percent of the voting shares of Citizens State Bank, Postville, Iowa. 1/
- Chicago Itasca Bancorp Inc., Itasca, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to Itasca Bank & Trust Co., Itasca, Illinois. 1/
- Chicago Lowell National Bancorp, Lowell, Indiana, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to The Lowell National Bank, Lowell, Indiana. 1/
- Chicago Luxemburg Bancshares, Inc., Luxemburg, Wisconsin, for approval to acquire 90.85 percent of the voting shares of Bank of Luxemburg, Luxemburg, Wisconsin. 1/
- St. Louis B. R. Bancshares, Inc., Shell Knob, Missouri, for approval to acquire 80 percent of the voting shares of Table Rock Bancshares, Inc., Shell Knob, Missouri and indirectly acquire Community Bank of Shell Knob, Shell Knob, Missouri. 1/
- St. Louis Mid-Southern Indiana Bancorp, Seymour, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to The Seymour National Bank, Seymour, Indiana. 1/
- Minneapolis Deerwood Bancorporation, Inc., Deerwood, Minnesota, for approval to acquire an additional 53.9 percent for a total of 63 percent of the voting shares of The First National Bank of Deerwood, Deerwood, Minnesota. 1/
- 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. 1/
- Minneapolis Wyoming Bancshares, Inc., Wyoming, Minnesota, for approval to acquire 94.5 percent of the voting shares of First State Bank of Wyoming, Wyoming, Minnesota. 1/
- Kansas City First United Holding Company, St. John, Kansas, for approval to acquire 96.33 percent of the voting shares of First National Bank & Trust of St. John, St. John, Kansas. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas Oak Forest Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Oak Forest Bank, Houston, Texas, and Doctor's Center International Bank, Houston, Texas. 1/
- San Francisco Western Security Financial Corporation, Salem, Oregon, for approval to acquire 100 percent of the voting shares of Western Security Bank, Salem, 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

- Approved
- Atlanta Caribank Corporation, Dania, Florida, for approval to acquire at least 99 percent of the voting shares of Caribank, Dania, Florida.
- Atlanta First Southern Bank Corp, Englewood, Florida, for approval to acquire 100 percent of the voting shares of Englewood Bank of Charlotte County, Englewood, Florida, a proposed new bank. 1/
- Chicago CB Financial Corporation, Jackson, Michigan, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to Clinton Bank and Trust Company, Saint Johns, Michigan. 1/
- Chicago Onarga Bancorp, Inc., Onarga, Illinois, for approval to acquire at least 91.88 percent of the voting shares of Bank of Chebanse, Chebanse, Illinois. 1/
- Dallas International Bancshares Corporation, Laredo, Texas, for approval to acquire 100 percent of the voting shares of International Bank of Commerce, N.A., Zapata, Texas and International Bank of Commerce, N.A., Brownsville, Texas, both proposed new banks. 1/
- Kansas City J.R. Montgomery Bancorporation, Lawton, Oklahoma, for approval to acquire an additional .1875 percent of the voting shares of City National Bank and Trust Company, Lawton, Oklahoma. 1/

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

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

Kansas City Commerce Bancshares, Inc., Kansas City, Missouri, for approval to acquire up to 100 percent of the voting shares of County Tower Corp., Clayton, Missouri and indirectly acquire County Bank of Arnold, N.A., Arnold, Missouri; County Bank of Chesterfield, Chesterfield, Missouri; County Bank of House Springs, House Springs, Missouri; County Bank of Louisiana, Louisiana, Missouri; County Bank of Manchester, Manchester, Missouri; County Bank of Richmond Heights, Richmond Heights, Missouri; County Bank of St. Louis, Clayton, Missouri; County Bank of Tower Grove, St. Louis, Missouri; and County Bank of Webster Groves, Webster Groves, Missouri.

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

Richmond Allied Irish Banks Limited, Dublin, Ireland, for approval to acquire at least 50 percent of the voting shares of First Maryland Bancorp, Baltimore, Maryland; First Manufactured Housing Credit Corporation, Albany, New York; First Carolina Financial Corporation, Greenville, South Carolina; Markwood Agency, Inc., Albany, New York; First Maryland Credit Corporation, Baltimore, Maryland; First Maryland Leasecorp, Baltimore, Maryland; First Maryland Life Insurance Company, Phoenix, Arizona; First Maryland Mortgage Corporation, Baltimore, Maryland and First Maryland Cheque Corporation, Baltimore, Maryland.

Minneapolis Deerwood Bancorporation, Inc., Deerwood, Minnesota, for approval to engage in general insurance activities in a community with a population not exceeding 5,000. 1/

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

ACTIONS OF THE BOARD - Continued

Kansas City Commerce Bancshares, Inc., Kansas City, Missouri,
for approval to offer investment advisory services
through the direct acquisition of Midwest Investment
Advisory Services, Inc., St. Louis, Missouri.

Reactivated

St. Louis West Tennessee Bancshares, Inc., Bartlett, Tennessee,
notification of intent to engage in de novo activities
(in the activities of originating and processing FHA,
VA and conventional mortgage loans) at 2951 Elmore
Park Road, Bartlett, Tennessee, through a wholly-
owned subsidiary, Bartlett Mortgage, Inc. (11/25/83)

Permitted

Boston Old Stone Corporation, Providence, Rhode Island,
notification of intent to engage in de novo
activities (in the acquiring, selling and
servicing of first and second mortgage loans)
at 2929 E. Camelback Road, Suite 120, Phoenix,
Arizona, these activities would be conducted in
the States of California and New Mexico, through
its subsidiary, UniMortgage Corporation of
Arizona (11/24/83) 3/

Philadelphia CoreStates Financial Corp., Philadelphia, Pennsylvania,
notification of intent to engage in de novo activities
(the origination of FHA, VA and conventional residential
mortgage and second mortgage loans) at 3600 Lime Street,
Riverside, California, through its subsidiary, Colonial
Mortgage Service Company, Inc. (11/21/83) 3/

Richmond The Wachovia Corporation, Winston-Salem, North Carolina,
notification of intent to engage in de novo activities
(data processing, servicing of student loans and
providing financial advice and portfolio investment
advice) in the State of California, through its
subsidiary, Wachovia Services, Inc. (11/25/83) 3/

Atlanta Landmark Banking Corporation of Florida, Fort
Lauderdale, Florida and Preferred Equity
Investors of Florida, Inc., Knoxville, Tennessee,
notification of intent to engage in de novo
activities (in making, acquiring and servicing

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

loans and other extensions of credit secured by real estate mortgages, for its own account and for the account of others; and selling credit life and accident and health insurance directly related to its extensions of credit) from 7770 West Oakland Park Boulevard, Sunrise, Florida to 10050 North Florida Avenue, Third Floor, Tampa, Florida and from 6666 22nd Avenue, North, St. Petersburg to 1400 66th Street, North, Suite 484, St. Petersburg, Florida and to open an operations office at 4901 North Federal Highway, Ft. Lauderdale, Florida, the geographic area to be served will be the State of Florida, through its subsidiary, Landmark Mortgage Corporation (11/26/83) 3/

Atlanta

Landmark Banking Corporation of Florida, Ft. Lauderdale, Florida and Preferred Equity Investors of Florida, Inc., Knoxville, Tennessee, notification of intent to engage in de novo activities (in providing securities brokerage services restricted to buying and selling securities solely as agent for the account of customers and related securities credit activities, as well as custodial services, individual retirement accounts and cash management services) at One Financial Plaza, Fort Lauderdale, Florida, these activities would be conducted principally in the State of Florida, through its subsidiary, Landmark Investment Services, Inc. (11/26/83) 3/

Atlanta

One American Corporation, Vacherie, Louisiana, notification of intent to engage in de novo activities (in selling life, accident and health, and involuntary unemployment insurance directly related to its extensions of credit) at East Side, Louisiana Highway 20, Post Office Box 58, Vacherie, Louisiana, serving Louisiana, through its subsidiary, One American Agency, Inc. (11/26/83) 3/

Chicago

Charleston Bancorp, Inc., Springfield, Illinois, notification of intent to engage in de novo activities (in the sale of general insurance activities in a town with a population not exceeding 5,000 and to act as broker in the sale of credit life and credit accident and health insurance) the geographic scope to be served is Lewistown and Charleston, Illinois. (11/21/83) 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 Old Kent Financial Corporation, Grand Rapids, Michigan, notification of intent to engage in de novo activities (in leasing real and personal property and equipment, or acting as agent, broker or adviser, in leasing of such property, and making or acquiring and servicing for its own account, or for the account of others, loans and other extensions of credit) at One Vandenberg Center, Grand Rapids, Michigan, the geographic scope will be the 50 states of the United States, through its subsidiary, Old Kent Leasing Corporation (11/22/83) 3/
- St. Louis Bradley Bancshares Inc., Warren, Arkansas, notification of intent to engage in de novo activities (in data processing services) this activity would be performed in Bradley, Drew and Lincoln Counties in the State of Arkansas, through its subsidiary, Data Processing Service Corporation (11/21/83) 3/
- St. Louis West Tennessee Bancshares, Inc., Bartlett, Tennessee, notification of intent to engage in de novo activities (in the activities of originating and processing FHA, VA and conventional mortgage loans) at 2951 Elmore Park road, Bartlett, Tennessee, through a wholly-owned subsidiary, Bartlett Mortgage, Inc. (11/25/83) 3/
- 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 1941 South Eleventh East, Salt Lake City, Utah, to 1140 Brickyard Road, Salt Lake City, Utah, serving Salt Lake City, Utah, and other nearby communities through its subsidiary, Norwest Financial Utah, Inc. (11/15/83) 3/

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

ACTIONS OF THE BOARD - Continued

- Kansas City Security Corporation, Duncan, Oklahoma, notification of intent to engage in de novo activities (in Marketing MICR Encoding Proof of Deposit, Statement Preparation and Check Processing related management consulting services in accordance with Regulation Y to financial institutions within the State of Oklahoma) through its subsidiary, Security Check Processing Co. (11/25/83) 3/
- Kansas City Security Corporation, Duncan, Oklahoma, notification of intent to engage in de novo activities (in marketing electronic Data Processing for banking applications and EDP related management consulting services in accordance with Regulation Y to financial institutions within the State of Oklahoma) serving the State of Oklahoma, with initial emphasis on the South Central region of the State, through its subsidiary, Security Data Processing Co. (11/25/83) 3/
- Dallas Coronado Bancshares, Inc., El Paso, Texas, notification of intent to engage in de novo activities (in acting as agent in providing credit life and disability insurance) at 444 Executive Center Blvd., Suite 237, El Paso, Texas, serving the trade area consisting primarily of El Paso County, Texas, through a wholly-owned subsidiary, Coronado Life Insurance Company, El Paso, Texas (11/24/83) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of securities brokerage, consisting principally of buying and selling securities solely upon the order and for the account of customers, and of extending margin credit in conformity with Regulation T) at 26619 Carmel Center Place, Suite 101, Carmel and 24012 Calle De La Plata, Laguna Hills, both in California; One Corporate Center, Hartford and One Landmark Square, 113 Broad Street, Stamford, both in Connecticut and 182 Nassau Street, Suite 200, Princeton, New Jersey, each serving all fifty States and the District of Columbia, through its subsidiary, Charles Schwab & Co., Inc. (11/21/83) 3/

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

ACTIONS OF THE BOARD - Continued

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of making loans and other extensions of credit, servicing loans and other extensions of credit for itself and others, and providing services incidental to such loans and extensions of credit such as are made or provided by a finance company; such activities will include, but not be limited to, providing funds and/or credit services in connection with the financing of stock and floor plan inventory of distributors and dealers of consumer products; no credit-related insurance of any type will be offered by MerCredit Corporation in connection with its lending activities) at 1304 Walnut Hill Lane, Suite 300, Irving, Texas, serving all fifty States and the District of Columbia, through its subsidiary, MerCredit Corporation (a Pennsylvania Corporation) (11/20/83) 3/

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

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

- Atlanta First Independence Bank, Ft. Myers, Florida. To establish a branch located at 2245 Palm Ridge Road, Sanibel, Florida. 2/
- Philadelphia Girard Bank, Bala Cynwyd, Pennsylvania. To establish a retail banking facility at Sand Road and West Butler Avenue, New Britain, Pennsylvania. 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 Continental International Finance Corporation, Chicago, Illinois: requests consent to make an investment in Continental Illinois Bank Limited, Cayman Islands.

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

- Atlanta Peoples State Bancshares, Inc., Grant, Alabama, for approval to acquire at least 80 percent of the voting shares of Peoples State Bank of Grant, Grant, Alabama. 2/
- Chicago Central Bancorp, Inc., Plainfield, Indiana, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of the successor by merger to The First National Bank of Danville, Danville, Indiana. 2/
- Chicago Sturm Investment, Inc., Omaha, Nebraska, for approval to acquire at least 95 percent or more of the voting shares of The Union National Bank of Macomb, Macomb, 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	First Service Bancshares, Inc., Greenville, Kentucky, for approval to acquire 100 percent of the voting shares of the successor by merger to First State Bank of Greenville, Kentucky, Greenville, Kentucky. <u>2/</u>
St. Louis	South Central Illinois Bancorp., Effingham, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to The First National Bank of Effingham, Effingham, Illinois. <u>2/</u>
Minneapolis	Baldwin Bancshares, Inc., Baldwin, Wisconsin, for approval to acquire 93.58 percent of the voting shares of First National Bank of Baldwin, Baldwin, Wisconsin. <u>2/</u>
Minneapolis	First Hysham Holding Company, Hysham, Montana, for approval to acquire 97 percent of the voting shares of The First National Bank in Hysham, Hysham, Montana. <u>2/</u>
Minneapolis	F & M Bank Holding Company, Cooperstown, North Dakota, for approval to acquire 100 percent of the voting shares of Farmers and Merchants Bank, Cooperstown, North Dakota. <u>2/</u>
Minneapolis	Hazen Bancorporation, Inc., Hazen, North Dakota, for approval to acquire 100 percent of the voting shares of Union State Bank of Hazen, Hazen, North Dakota. <u>2/</u>
Kansas City	Eberly Investment Co., Stanton, Nebraska, for approval to acquire at least 80.5 percent of the voting shares of Stanton National Bank, Stanton, Nebraska. <u>2/</u>
Kansas City	Financial Group Dawson, Inc., Humboldt, Nebraska, for approval to acquire at least 80 percent of the voting shares of The Dawson Bank, Dawson, Nebraska. <u>2/</u>
Kansas City	Financial Group Elk Creek, Inc., Humboldt, Nebraska, for approval to acquire at least 80 percent of the voting shares of State Bank of Elk Creek, Elk Creek, Nebraska. <u>2/</u>
Kansas City	Financial Group Humboldt, Inc., Humboldt, Nebraska, for approval to acquire at least 80 percent of the voting shares of Home State Bank and Trust Company, Humboldt, Nebraska. <u>2/</u>

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

APPLICATIONS RECEIVED - Continued

Kansas City Lingle Valley Banc-Shares, Lingle, Wyoming, for approval to acquire 100 percent of the voting shares of Lingle State Bank, Lingle, Wyoming. 2/

Dallas First Alpine, Inc., Alpine, Texas, for approval to acquire 100 percent of the voting shares of First National Bank in Alpine, Alpine, Texas. 2/

Dallas First Petersburg Bancshares, Inc., Petersburg, Texas, for approval to acquire 100 percent of the voting shares of First State Bank, Petersburg, Texas. 2/

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

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

St. Louis First Illinois Bancorp, Inc., Manchester, Missouri, for approval to acquire at least 80 percent of the voting shares of Monroe National Bank of Columbia, Columbia, Illinois. 2/

Kansas City Fairplay Bancorporation, Inc., Fairplay, Colorado, for approval to acquire 100 percent of the voting shares of Bank of Kremmling, Kremmling, Colorado, and Bank of Breckenridge, N.A., Breckenridge, Colorado. 2/

Dallas Independent Bankshares, Inc., Abilene, Texas, for approval to acquire 100 percent of the voting shares of Wellington State Bank, Wellington, Texas. 2/

Dallas Tahoka First Bancorp, Inc., Tyler, Texas, for approval to acquire 100 percent of the voting shares of Charter Bank-Northwest, Corpus Christi, Texas and at least 80 percent of the voting shares of Lakeway National Bank, Austin, Texas. 2/

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

APPLICATIONS RECEIVED - Continued

- Dallas Texana Bancshares, Inc., Hamilton, Texas, for approval to acquire at least 80 percent of the voting shares of Texana National Bank of Belton, Belton, Texas, a proposed new bank. 2/
- Dallas Victoria Bankshares, Inc., Victoria, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Pleasanton, Pleasanton, Texas. 2/
- Dallas Victoria Bankshares, Inc., Victoria, Texas, for approval to acquire 100 percent of the voting shares of First State Bank of Poteet, Poteet, Texas. 2/
- San Francisco BankAmerica Corporation, San Francisco, California, for approval to acquire 100 percent of the voting shares of Bank of America - South Dakota, Rapid City, South Dakota, a proposed new bank. 2/

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

- Chicago Midwest Financial Group, Inc., Peoria, Illinois, for approval to acquire 100 percent of the voting shares (less directors' qualifying shares) of United Bancorporation, Inc., Rockford, Illinois, and indirectly 100 percent of the voting shares of East Riverside Inc., Rockford, Illinois, which controls 93.22 percent of the voting shares of United Bank of Loves Park, Loves Park, Illinois, and 100 percent of the voting shares of Oregon Corporation, Rockford, Illinois, which controls 96.30 percent of United Bank of Ogle County, National Association, Oregon, Illinois, and 100 percent of the voting shares of S.B.A. Company, Rockford, Illinois, which controls 98.33 percent of United Bank of Rockford, Rockford, Illinois, and 100 percent of the voting shares of Rochelle Bancorporation, Rochelle, Illinois, which owns 98.75 percent of United Bank of Rochelle, Rochelle, Illinois, and 98.23 percent of United Bank of Illinois, National Association, Rockford, Illinois, and 98.18 percent of United Bank of Belvidere, Belvidere, Illinois, and 98.42 percent of United Bank of Southgate, Rockford, 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

Kansas City Centennial Rancshares, Inc., Mission, Kansas, for approval to acquire 100 percent of the voting stock of Mission Rancshares, Inc., Mission, Kansas and indirectly Commercial National Bank of Kansas City, Kansas City, Kansas; Security National Bank of Kansas City, Kansas City, Kansas; and Mission Bank, Mission, Kansas. 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 establish a de novo office engaging in the following activities (lease financing of commercial vehicles by means of leases that meet the standards of Section 225.4(a)(6) of Regulation Y) at Koger Center, 150 Executive Center Drive, Suite 8, Greenville, South Carolina, through their subsidiary, BarclaysAmerican/Leasing, Inc. (11/23/83)

New York Citicorp, New York, New York, requests permission to establish de novo offices engaging in the following activities (the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes, the sale of credit-related life and accident and health 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 Oakhill Plaza, 200 N. Warner Road, King of Prussia, Pennsylvania, through its subsidiaries, Citicorp Homeowners, Inc., and Citicorp Financial, Inc. (11/25/83)

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

- New York Manufacturers Hanover Corporation, New York, New York, for approval to engage through a de novo indirect subsidiary, Manufacturers Hanover Trust Company of California, San Francisco, California, in corporate trust, corporate agency, escrow, stock transfer agency, personal trust and general fiduciary activities and to acquire certain corporate trust and corporate agency business of Wells Fargo Bank, N.A., San Francisco, California.
- New York U. S. Trust Corporation, New York, New York, for approval to acquire 100 percent of the voting shares of U. S. Trust Company of Florida, National Association, Palm Beach, Florida.
- Philadelphia CoreState Financial Corp, Philadelphia, Pennsylvania, notification of intent to engage in de novo activities (in the origination of FHA, VA and conventional residential mortgage loans and second mortgage loans) at 1400 Plaza West, 1400 Market Street, Camp Hill, Pennsylvania, serving the Commonwealth of Pennsylvania, through its subsidiary, Colonial Mortgage Service Company Associates, Inc. (11/22/83)
- Richmond NCMR Corporation, Charlotte, North Carolina, notification of intent to engage in de novo activities (making direct loans for consumer and other purposes, purchasing retail installment notes and contracts, selling at retail money orders having a face value of not more than \$1,000 and acting as agent for the sale of credit life, credit accident and health and physical damage insurance directly related to its extensions of credit, through its subsidiary, TranSouth Financial Corporation; and making direct loans for consumer and other purposes under the general usury statutes, purchasing retail installment notes and contracts, making direct loans to dealers for financing of inventory [floor planning] and working capital purposes and acting as agent for the sale of credit life, credit accident and health and physical damage insurance directly related to its extensions of credit) at 4519 Roxboro Road, Durham, North Carolina, through its subsidiary, TranSouth Mortgage Corporation (11/25/83)
- Richmond Southern Bancorporation, Inc., Greenville, South Carolina, notification of intent to engage in de novo activities (making extensions of credit as a licensed consumer finance lender) at 2026 Ross Avenue, Dallas, Texas, through its subsidiary, World Acceptance Corporation (11/21/83)

APPLICATIONS RECEIVED - Continued

- St. Louis First City Corp., Fort Smith, Arkansas, notification of intent to engage in de novo activities (in residential and commercial real estate appraisals) at 1222 Rogers Avenue, Fort Smith, Arkansas, serving an area within 100 miles of Fort Smith, Arkansas, including the standard metropolitan statistical area made up of 4 counties; Le Flore and Sequoyah counties in Oklahoma, and Crawford and Sebastian counties in Arkansas, through its subsidiary, First City Appraisal Services, Inc. (11/14/83)
- St. Louis Mid-America Bancorp, Louisville, Kentucky, notification of intent to engage in de novo activities (in the activities of making consumer loans and second mortgage loans) in Columbus, Ohio, and three offices located in Cincinnati, Ohio, serving the Cincinnati, Ohio and Columbus, Ohio Standard Metropolitan Statistical Areas, through its subsidiary, Mid-America Financial Services, Inc. (d/b/a America Consumer Finance Company) (11/17/83)
- Minneapolis Dakota Bankshares, Inc., Fargo, North Dakota, notification of intent to engage in de novo activities (in the extension of direct consumer loans, purchasing of installment sales contracts, accounts receivable financing and loans secured by mortgages; and acting as agent for the sale of life, and accident and health insurance directly related to its extensions of credit) in Grand Forks, Grand Forks County, North Dakota, through its subsidiary, Dakota Financial Services, Inc. (11/18/83)
- Minneapolis Dakota Bankshares, Inc., Fargo, North Dakota, notification of intent to engage in de novo activities (in acting as agent for the sale of life, and accident and health insurance directly related to its extensions of credit) in Fargo, Cass county, North Dakota and in Bismarck, Burleigh County, North Dakota, through its subsidiary Dakota Financial Services, Inc. (11/18/83)
- Minneapolis First Hysham Holding Company, Hysham, Montana, for approval to acquire 100 percent of the shares of First Insurance Agency, Hysham, Montana.
- Minneapolis Le Sueur Bancorporation, Inc., Le Sueur, Minnesota, notification of intent to engage in de novo activities (to engage directly in consumer and commercial finance activities, including the extension of direct loans to consumer and commercial businesses, the discount of

APPLICATIONS RECEIVED - Continued

retail and installment notes or contracts, the extension of direct loans for working capital purposes) these activities would be conducted in the City of Le Sueur and the surrounding trade area (11/21/83)

- 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 5436 Stockdale Highway, Stockdale Village Shopping Center, Bakersfield, California to 3218 Stein Road, Bakersfield, California, serving Bakersfield, California, through its subsidiary, Norwest Financial California, Inc. (11/17/83)
- Kansas City** Eberly Investment Co., Stanton, Nebraska, for approval to acquire 100 percent of Stanton National Insurance Agency, Inc., Stanton, Nebraska.
- Kansas City** Mid-Continent Corporation, Kansas City, Missouri, for approval to acquire 100 percent of the voting shares of Rocky Mountain Mortgage and Investment Company, Leadville, Colorado, which engages in the origination and sale of mortgage loans.
- Dallas** Gulf Southwest Bancorp, Inc., Houston, Texas, notification of intent to expand de novo activities (in providing processing and data transmission services, data bases or facilities [including data processing and data transmission hardware, software, documentation and operating personnel] for the internal operations of Gulf Southwest Bancorp, Inc. and its subsidiaries; providing to others data processing and transmission services, facilities, data bases or access to such services, facilities, or data bases by any technologically feasible means where (a) data to be processed or furnished will consist solely of financial, banking or economic data, and the services will be provided pursuant to written agreements so describing and limiting the services; (b) the facilities are designed, marketed and operated for the processing and transmission of financial, banking or economic data; and (c) any hardware offered in connection with such service

APPLICATIONS RECEIVED - Continued

will be offered only in conjunction with software designed and marketed for the processing and transmission of financial, banking or economic data, and where the general purpose hardware does not constitute more than 30 percent of the cost of any packaged offering) through its subsidiary, Omni-Net, Inc. (11/17/83)

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of securities brokerage, consisting principally of buying and selling securities solely upon the order and for the account of customers, and of extending margin credit in conformity with Regulation T) at 5151 East Broadway #570, Tucson, Arizona; 16921 Via de Santa Fe, Rancho Santa Fe, California; 5454 Wisconsin Avenue #1630, Chevy Chase, Maryland; 209 S. 19th Street #540, Omaha, Nebraska, each office serving all fifty States and the District of Columbia, through its subsidiary, Charles Schwab & Co., Inc. (11/26/83)

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand de novo activities (making or acquiring for its own account loans and other extensions of credit such as would be made or acquired by a finance company; servicing loans and other extensions of credit; and offering credit-related life insurance and credit-related accident and health insurance; the aforementioned credit-related insurance activities are permissible under Section 4(c)(8)(A) of the Bank Holding Company Act of 1956, as amended by the Garn-St Germain Depository Institutions Act of 1982, credit-related property insurance will not be offered; such activities will include, but not be limited to, making loans and other extensions of credit to consumers and businesses, making loans and other extensions of credit 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 FinanceAmerica Corporation; credit-related life and credit-related accident and health insurance may be reinsured by BA Insurance Company, Inc., an affiliate of FinanceAmerica Corporation) in Mount Vernon, Illinois, serving the additional States of Indiana, Kentucky and Missouri and Rockford, Illinois, serving the entire States of Illinois, Iowa and Wisconsin, through its subsidiary, FinanceAmerica Corporation (a Delaware corporation) (11/24/83)

APPLICATIONS RECEIVED - Continued

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand 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) at 3960 Freedom Circle, Suite 201, Santa Clara, California and 1873 S. Rellaire Street, Suite 710, Denver, Colorado, each office will serve all fifty States and the District of Columbia, through its subsidiary, BancAmerica Acceptance Corporation (a Delaware corporation) (11/24/83)

San
Francisco

Fremont Bancorporation, Fremont, California, notification of intent to engage in de novo activities (to engage directly, de novo, in making, participating in or purchasing commercial and non-commercial residential loans) at 39150 Fremont Boulevard, Fremont, California (11/21/83)

San
Francisco

Rainier Bancorporation, Seattle, Washington, for approval to acquire certain assets of North Pacific Mortgage Co., Inc., Seattle, Washington.

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 insurance, and group life and disability insurance sold in connection with real estate mortgage loans, such insurance activities being permitted pursuant to Section 601(A) of Title VI of the Garn-St Germain Act) in Fairfield, Connecticut, the geographic area served will be the State of Connecticut, through its subsidiaries, Security Pacific Finance Corp. of Granite State d/b/a Security Pacific Finance Corp. and Security Pacific Finance Corp. of Connecticut (11/11/83)

APPLICATIONS RECEIVED - Continued

REPORTS RECEIVED

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

The Union Savings & Trust co.
Warren, Ohio

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PETITIONS FOR RULEMAKING

None.