

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
H.2, 1983 No. 52

Actions of the Board; Applications and Reports
Received During the Week Ending December 31, 1983

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Philadelphia	Penn Central National Bank, Huntingdon, Pennsylvania, proposal to merge with PCNB National Bank, Huntingdon, Pennsylvania, under the charter of the latter and with the title of the former; report to the Comptroller of the Currency on competitive factors. <u>1/</u>
Cleveland	Greenville National Bancorp, Inc., Greenville, Ohio, extension of time to May 4, 1984, within which to acquire Greenville National Bank, Greenville, Ohio. <u>1/</u>
Cleveland	Farmers State Bancorp, Union City, Ohio, extension of time to May 21, 1984, within which to acquire The Farmers State Bank of Union City, Union City, Ohio. <u>1/</u>
Cleveland	Provident Bank, Cincinnati, Ohio, extension of time to March 31, 1984, within which to establish branches: (1) at 633 Northland Boulevard, Forest Park, Ohio, and (2) at 8601 Landen Drive, Deerfield Township, Ohio. <u>1/</u>
Richmond	Raleigh Bankshares, Inc., Beckley, West Virginia, extension of time to February 1, 1984, within which to become a bank holding company through the acquisition of Bank of Raleigh, Beckley, West Virginia. <u>1/</u>
Atlanta	Community Banking Corporation, Bradenton, Florida, extension of time to March 31, 1984, within which to become a bank holding company through the acquisition of Community Bank of Manatee, Bradenton, Florida. <u>1/</u>
Atlanta	Dawson Bancshares, Inc., Dawson, Georgia, extension of time to March 3, 1984, within which to become a bank holding company through the acquisition of the Bank of Dawson, Dawson, Georgia. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

- Atlanta First of Homestead, Inc., Homestead, Florida, extension of time to April 26, 1984, within which to become a bank holding company through the acquisition of the First National Bank of Homestead, Homestead, Florida. 1/
- Chicago Pacesetter Bank & Trust - Southwest, Niles, Michigan, proposal to merge with Pacesetter National Bank, Cassopolis, Michigan, under the charter of Pacesetter Bank & Trust - Southwest and title of Old Kent Bank - Southwest; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Rock Falls Bancshares, Inc., Rock Falls, Illinois, extension of time to March 13, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of Rock Falls National Bank, Rock Falls, Illinois. 1/
- St. Louis Farmers State Bank and Trust Company, Jacksonville, Illinois, proposal to merge with FSB Interim Bank, Jacksonville, Illinois; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Kansas City Val Cor Bancorporation, Inc., Cortez, Colorado, extension of time to April 1, 1984, within which to acquire Valley National Bank of Cortez, Cortez, Colorado. 1/
- Kansas City Citizens Banco, Inc., Westminster, Colorado, extension of time to April 7, 1984, within which to acquire Citizens Bank of Glendale, Glendale, Colorado. 1/
- Kansas City Pathfinder Bancshares, Inc., Fremont, Nebraska, extension of time to April 8, 1984, within which to acquire Fremont National Bank & Trust Company, Fremont, Nebraska. 1/
- Kansas City American Exchange Bancorp, Inc., Norman, Oklahoma, extension of time to January 28, 1984, within which to acquire American Exchange Bank and Trust Company, Norman, Oklahoma. 1/
- Kansas City Citizens Bank of Glendale, Glendale, Colorado, a proposed new bank, extension of time to June 1, 1984, within which to accomplish membership in the Federal Reserve System. 1/

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

ACTIONS OF THE BOARD - Continued

- Kansas City FirstBank of Arapahoe/Yosemite, Englewood, Colorado, a proposed new bank, extension of time to April 4, 1984, within which to accomplish membership in the Federal Reserve System. 1/
- San Francisco Marin National Bancorp, San Rafael, California, extension of time to April 5, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of First National Bank of Marin, San Rafael, California. 1/
- San Francisco Security Pacific Corporation, Los Angeles, California, extension of time to December 17, 1984, within which to make additional investments in Security Pacific International Finance Inc., Security Pacific Holdings (HK) Limited, Security Pacific Trust Limited, and Security Pacific Finance Limited. 1/

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

ACTIONS OF THE BOARD - ContinuedIssued Intent Not to Disapprove Change of Control
Pursuant to Change in Bank Control Act of 1978

<u>Not Disapproved</u>	
Minneapolis	Valley Bancorporation, Inc., Le Sueur, Minnesota. <u>1/</u>
St. Louis	The Farmers Bank and Trust Company, Rlytheville, Arkansas. <u>1/</u>
St. Louis	Duquoin State Bank, Duquoin, Illinois. <u>1/</u>
Kansas City	First Tribune Insurance Corporation, Tribune, Kansas. <u>1/</u>
Kansas City	First Wakeeney Agency, Inc., Wakeeney, Kansas. <u>1/</u>
Kansas City	First National Agency, Inc., Wayne, Nebraska. <u>1/</u>

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

<u>Approved</u>	
New York	Central Trust Company, Rochester, New York. To establish six offsite electronic facilities at the following locations: 525 Titos Avenue, Irondequoit, New York; 2255 Ridge Road East, Irondequoit, New York; 575 Penfield Road, Penfield, New York; Towne & Country Plaza, Routes 5 & 20, Geneva, New York; 2383 Ridge Road West, Greece, New York; 2199 East Henrietta Road, Henrietta, New York. <u>1/</u>
Atlanta	Trust Company Bank, Atlanta, Georgia. To establish a branch located at 233 Perimeter Center Parkway, Atlanta, Georgia. <u>1/</u>
Chicago	First America Bank - Central, Lansing, Michigan. To install an off premise automated teller machine at 918 East Grand River Avenue, East Lansing, Michigan. <u>1/</u>
Michigan	Dearborn Bank and Trust Company, Dearborn, Michigan. To establish a branch office at 13550 Ford Road, Dearborn, Michigan. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

- San Francisco Union Bank, Los Angeles, California. To establish a branch office in the vicinity of 705 Second Street (Second and "D" Streets), City of Santa Rosa, Sonoma County, California. 1/
- San Francisco Union Bank, Los Angeles, California. to establish a branch office in the vicinity of 901 Tower Way (California Boulevard & Highway 99), City of Bakersfield, Kern County, California. 1/
- San Francisco Simi Valley Bank, Simi Valley, California. To establish a branch office to be located at the southeast corner of Cochran Street and Sycamore Drive in the Plaza West Building, Simi Valley, Ventura County, California. 1/

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

- San Francisco Approved
Pioneer Bank, Fullerton, California. 1/

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Applications and Notifications for International Investments and Other Actions Pursuant to Section 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

- New York Approved
The Hong Kong and Shanghai Banking Corporation, Hong Kong: grants consent for a proposed investment through its merchant banking subsidiary, The Equator Bank Limited, Nassau, Bahamas, in a de novo trading company.

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

ACTIONS OF THE BOARD - Continued

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

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| | <u>Withdrawn</u> |
| Dallas | Marble Falls National Bancshares, Inc., Marble Falls, Texas to acquire 100 percent of the voting shares of Marble Falls National Bank, Marble Falls, Texas. |
| | <u>Approved</u> |
| New York | Korea First Bank, Seoul, Korea, for approval to acquire at least 99.84 percent of the voting shares of Korea First Bank of New York, New York, New York, a proposed new bank. |
| Atlanta | Farmers & Merchants Bancshares, Inc., Adel, Georgia, for approval to acquire at least 84.5 percent of the voting shares of Farmers & Merchants Bank, Adel, Georgia. <u>1/</u> |
| Atlanta | Peoples First National Bancshares, Inc., North Miami Beach, Florida, for approval to acquire at least 95.06 percent of the voting shares of Peoples First National Bank of North Miami Beach, North Miami Beach, Florida. <u>1/</u> |
| Chicago | The Heritage Group, Inc., Woodridge, Illinois, for approval to acquire at least 96.05 percent of the voting shares of Heritage Bank of Woodridge, Woodridge, Illinois. <u>1/</u> |
| Chicago | Midwest Bancshares, Inc., Park Forest South, Illinois, for approval to acquire at least 80 percent of the voting shares of Heritage Bank of Park Forest South, Park Forest South, Illinois. <u>1/</u> |
| Chicago | Robanco Financial Corp., Rochester, Indiana, for approval to acquire 100 percent of the voting shares of the successor by merger to The First National Bank of Rochester, Rochester, Indiana. <u>1/</u> |
| Chicago | Titonka Bancshares, Inc., Titonka, Iowa, for approval to acquire 80 percent of the voting shares of Titonka Savings Bank, Titonka, Iowa. <u>1/</u> |
| St. Louis | Benton State Bankshares, Inc., Benton, Arkansas, for approval to acquire at least 80.0 percent of the shares of Benton State Bank, Benton, Arkansas. <u>1/</u> |

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

ACTIONS OF THE BOARD - Continued

- St. Louis First Sharp County Bancshares, Inc., Ash Flat, Arkansas, for approval to acquire at least 80 percent of the voting shares of First National Bank of Sharp County, Ash Flat, Arkansas. 1/
- St. Louis Peoples Bank Corporation, Mountain Home, Arkansas, for approval to acquire 100 percent of the voting shares of Peoples Bank & Trust Company, Mountain Home, Arkansas. 1/
- St. Louis Spurgeon Financial Corporation, Spurgeon, Indiana, for approval to acquire 100 percent of the voting shares of The Spurgeon State Bank, Spurgeon, Indiana. 1/
- Minneapolis D.L. Shares Limited Partnership and D.L. Bancshares, Inc., both of Detroit Lakes, Minnesota, for approval to acquire 100 percent of the voting shares of First National Bank of Detroit Lakes, Detroit Lakes, Minnesota.
- Minneapolis Vermillion Bancshares, Inc., Vermillion, Minnesota, for approval to acquire at least 85.3 percent of the voting shares of Vermillion State Bank, Vermillion, Minnesota. 1/
- Kansas City First Geary Corporation, Geary, Oklahoma, for approval to acquire at least 80 percent of the voting shares of Geary Bancshares, Inc., Geary, Oklahoma and indirectly The First National Bank of Geary, Geary, Oklahoma. 1/
- Kansas City Nodaway Valley Bancshares, Inc., Maryville, Missouri, for approval to acquire 67 percent of the voting shares of the successor by merger to The Nodaway Valley Bank, Maryville, Missouri. 1/
- Kansas City Urban Bancshares, Inc., Kansas City, Missouri, for approval to acquire at least 81 percent of the voting shares of Missouri Bank and Trust Company of Kansas City, Kansas City, Missouri. 1/
- Dallas BancHills Bancorp., Inc., Austin, Texas, for approval to acquire at least 80.7 percent of the voting shares of Bank of the Hills, Austin, Texas. 1/
- Dallas Kerens Financial, Inc., Kerens, Texas, for approval to acquire 100 percent of the voting shares of Kerens Bancshares, Inc., Kerens, Texas and indirectly The First State Bank of Kerens, Kerens, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas New State Bancshares, Inc., Littlefield, Texas, for approval to acquire 100 percent of the voting shares of State Bancshares, Inc., Littlefield, Texas and indirectly Security State Bank, Littlefield, Texas, Olton State Bank, Olton, Texas and Muleshoe State Bank, Muleshoe, Texas; and West Texas Bancshares, Inc., Muleshoe, Texas and indirectly Muleshoe State Bank, Muleshoe, Texas.
- Dallas Poth Bancorporation, Inc., Poth, Texas, for approval to acquire 100 percent of the voting shares of The First National Bank of Poth, Poth, Texas. 1/
- San Francisco BSP Bancorp, San Pedro, California, for approval to acquire 100 percent of the voting shares of Bank of San Pedro, San Pedro, California. 1/

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

- Approved
- New York Key Banks, Inc., Albany, New York, for approval to acquire 100 percent of the voting shares of Depositors Corporation, Augusta, Maine and indirectly Depositors Trust Company, Augusta, Maine; Depositors Trust Company of Eastern Maine, Rangor, Maine; Depositors Trust Company of Aroostook, Fort Fairfield, Maine; and Canal Bank and Trust Co., Portland, Maine.
- Atlanta The Colonial BancGroup, Inc., Montgomery, Alabama, for approval to acquire 100 percent of the voting shares of the successor by merger to The Bank of Huntsville, Huntsville, Alabama, and the successor by merger to Citizens National Bank of Opp, Opp, Alabama. 1/
- Chicago Commercial Bankshares Corp., Adrian, Michigan, for approval to acquire 100 percent of the voting shares of The Jipson-Carter State Bank, Blissfield, Michigan.
- Kansas City Mid-Nebraska Bancshares, Inc., Ord, Nebraska, for approval to acquire 100 percent of the voting shares of Wolbach Insurance Agency, Inc., Wolbach, Nebraska and

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

ACTIONS OF THE BOARD - Continued

36.99 percent of the voting shares of Broken Bow Enterprises, Inc., Broken Bow, Nebraska, and indirectly Broken Bow State Bank, Broken Bow, Nebraska and Peoples State Bank, Wolbach, Nebraska. 1/

Dallas First Winters Holding Company, Winters, Texas, for approval to acquire at least 80 percent of the voting shares of The Security State Bank, Wingate, Texas. 1/

Dallas Northshore Bancshares, Inc., Houston, Texas, for approval to acquire 76.17 percent of the voting shares of La Marque United Bank, La Marque, Texas. 1/

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

Approved

New York Key Banks, Inc., Albany, New York, for approval to acquire at least 50 percent of the voting shares of Homeowners Mortgage Company, Nashua, New Hampshire and 100 percent of the voting shares of Firestone Financial Corporation, Newton Centre, Massachusetts.

Richmond South Carolina National Corporation, Columbia, South Carolina, for approval to acquire the assets of Union Finance Corporation - Emporia, Virginia Branch, Emporia, Virginia. 1/

Chicago Titonka Bancshares, Inc., Titonka, Iowa, for approval to engage in general insurance activities through the acquisition of 100 percent of the voting shares of Boyken Insurance Agency, Inc., Titonka, Iowa. 1/

Kansas City Mid-Nebraska Bancshares, Inc., Ord, Nebraska, for approval to engage in general insurance activities through Wolbach Insurance Agency, Inc., Wolbach, Nebraska. 1/

San Francisco Rainier Bancorporation, Seattle, Washington, for approval to acquire certain assets of North Pacific Mortgage Co., Inc., Seattle, Washington. 1/

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

ACTIONS OF THE BOARD - ContinuedPermitted

- New York Citicorp, New York, New York, requests permission to establish two 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 One Tampa City Center, 201 N. Franklin Street, Tampa, Florida, through its subsidiaries, Citicorp Person-to-Person Financial Center of Florida, Inc. and Citicorp Homeowners, Inc. (12/30/83) 3/
- New York Citicorp, New York, New York, requests permission to establish two 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 41 Lake Morton Drive, Lakeland, Florida, through its subsidiaries, Citicorp Person-to-Person Financial Center of Florida, Inc. and Citicorp Home Owners, Inc. (12/28/83) 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

- Atlanta Peoples Equity Shares, Inc., Carrollton, Georgia, notification of intent to engage in de novo activities (making or acquiring loans and other extensions of credit such as would be made by a mortgage company; servicing such loans for others in accordance with the Board's Regulation Y) the activities would be performed in the States of Georgia and Alabama, through its subsidiary, Peoples Equity Mortgage Co. (12/30/83) 3/
- Chicago Banill Corporation, Normal, Illinois, notification of intent to engage in de novo activities (in leasing personal property to individuals and business through the holding company) the activities would be performed in the cities of Normal, Bloomington and surrounding McLean County (12/30/83) 3/
- St. Louis First American Bancshares, Inc., North Little Rock, Arkansas, notification of intent to engage in de novo activities (in underwriting of credit life and credit accident and health insurance directly related to its extensions of credit by its subsidiaries) these activities would be performed primarily in the counties of Pulaski, Saline, Lonoke, and Garland Counties, Arkansas, and the surrounding area, through its subsidiaries, First American National Bank and First American Bank, and proposed subsidiary, Grand National Bank, through its subsidiary, First American Life Insurance Company (12/27/83) 3/
- St. Louis Mid-South Bancorp, Inc., Franklin, Kentucky, notification of intent to engage in de novo activities (as agent for the sale of life or health insurance directly related to extensions of credit by Simpson County Bank, Franklin, Kentucky, its subsidiary) these activities would be conducted in the trade area of the Simpson County Bank in Kentucky (Logan, Warren, Allen and Simpson Counties) and Tennessee (Robertson and Sumner Counties) through its subsidiary, Mid-South Credit Insurance Services, Inc. (12/29/83) 3/
- St. Louis Northwest Arkansas Bancshares, Inc., Bentonville, Arkansas, notification of intent to engage in de novo activities (in acquiring loans for its own account and mortgage brokering) (12/28/83) 3/

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the 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 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. (12/29/83) 3/

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 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. (12/31/83) 3/

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

ACTIONS OF THE BOARD - Continued

- Dallas Western Bancshares of Truth or Consequences, Inc.,
Truth or Consequences, New Mexico, notification of intent to engage in de novo activities (making or acquiring, for its own account or for the account of others, loans and other extensions of credit (including issuing letters of credit and accepting drafts), such as would be made, for example, by a mortgage, finance, credit card, or factoring company) serving Sierra County, New Mexico and El Paso County, Texas (12/30/83) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to expand de novo activities (in the activities of 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; credit-related property insurance will be offered by the Jackson and Picayune offices of both corporations in the States of Mississippi and Louisiana; credit-related property insurance will be offered by the Tupelo office of both corporations in the State of Mississippi; however, neither corporation will offer credit-related property insurance in the State of Tennessee; the aforementioned credit-related insurance activities are permissible under Section 4(c)(8)(A) and/or (D) of the Bank Holding Company Act of 1956, as amended by the Garn-St Germain Depository Institutions Act of 1982; such activities will include, but not be limited to, making loans and other extensions of credit to consumers and businesses, making loans secured by real and personal property, purchasing installment sales finance contracts, 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 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 1850 S. West Street, Suite C, Jackson, Mississippi, serving the State of Mississippi and Louisiana; 417 Highway 43 South, Picayune, Mississippi, serving the entire States of Mississippi and Louisiana and 311 West Main

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

ACTIONS OF THE BOARD - Continued

Street, Tupelo, Mississippi serving the entire States of Mississippi and Tennessee, through its subsidiaries, FinanceAmerica Corporation and Finance America Industrial Plan Inc. (both Mississippi corporations) (12/31/83) 3/

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of 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) at 7820 North University Drive, Peoria, Illinois, serving the entire State of Illinois, through its subsidiary, FinanceAmerica Corporation (a Delaware corporation) (12/31/83) 3/

San
Francisco

Security Pacific Corporation, Los Angeles, California, notification of intent to relocate 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

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

ACTIONS OF THE BOARD - Continued

being permitted pursuant to Section 6601(A) of Title VI of the Garn-St Germain Act) from 172 Columbus Boulevard, New Britain, Connecticut to 500 Summer Street, Stamford, Connecticut, serving the State of Connecticut, through its subsidiary, Security Pacific Finance Corp. of Granite State d/b/a Security Pacific Finance Corp. (12/26/83) 3/

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 (12/26/83) 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

Atlanta Broward Bank, Lauderdale Lakes, Florida. To establish
a branch located at 300 Southeast Sixth Street, Fort
Lauderdale, Florida. 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

New York Citibank Overseas Investment Corporation, Wilmington,
Delaware: prior notification of its intent to
acquire and hold, directly or indirectly, 100 percent
of the shares of a de novo company, New Leasing
Vehicle, Taipei, Taiwan.

New York Citicorp, New York, New York: prior notification of its
intent to continue to hold 100 percent of the shares
of Citicorp International Group, Inc., Wilmington,
Delaware, after CIG, directly or indirectly, acquires
equity interests in several companies currently owned
by the Vickers da Costa organization, which is head-
quartered 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

Philadelphia Southern Jersey Bancorp, Bridgeton, New Jersey, for
approval to acquire at least 80 percent of the
voting shares of The Farmers and Merchants National
Bank of Bridgeton, Bridgeton, New Jersey. 2/

Atlanta Broward Bancorp, Lauderdale Lakes, Florida, for approval
to acquire 100 percent of the voting shares of Broward
Bank, Lauderdale Lakes, Florida. 2/

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

APPLICATIONS RECEIVED - Continued

- Atlanta F. A. Bankshares, Inc., Monroe, Georgia, for approval to acquire 100 percent of the voting shares of First American Bank of Walton, Monroe, Georgia. 2/
- Atlanta First Farmers Bancshares, Inc., Portland, Tennessee, for approval to acquire at least 80 percent of the voting shares of The Farmers Bank, Portland, Tennessee. 2/
- St. Louis Elkton Bancorp, Inc., Elkton, Kentucky, for approval to acquire 100 percent of the voting shares of common stock of Elkton Bank & Trust Company, Elkton, Kentucky. 2/
- St. Louis First Breckinridge Bancshares, Inc., Irvington, Kentucky, for approval to acquire at least 80 percent of the voting shares of First State Bank, Irvington, Kentucky. 2/
- St. Louis Kentucky State Bancorp, Inc., Scottsville, Kentucky, for approval to acquire at least 80 percent of the voting shares of Kentucky State Bank of Scottsville, Scottsville, Kentucky. 2/
- Dallas River Oaks Bancshares, Inc., Houston, Texas, for approval to acquire at least 80 percent of the voting shares of River Oaks Bank & Trust Company, Houston, Texas. 2/
- Dallas Spring Woods Bancshares, Inc., Houston, Texas, for approval to acquire at least 80 percent of the voting shares of Spring Woods Bank, Houston, Texas. 2/
- San Francisco Pacific Capital Bancorp, Monterey, California, for approval to acquire 100 percent of the voting shares of First National Bank of Monterey County, Monterey, California, a proposed new bank. 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

- Cleveland First Commonwealth Financial Corporation, Indiana, Pennsylvania, for approval to acquire 100 percent of the voting shares of Deposit Bank, Du Bois, Pennsylvania. 2/

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

APPLICATIONS RECEIVED

- Kansas City Lexington Bancshares, Inc., Lexington, Nebraska, for approval to acquire at least 49.96 percent of the voting shares of Seven V Banco, Inc., Callaway, Nebraska, and indirectly Seven Valleys State Bank, Callaway, Nebraska. 2/
- Dallas Camino Real Bancshares, Inc., Carrizo Springs, Texas, for approval to acquire at least 80 percent of the voting shares of Frontier State Bank, Eagle Pass, Texas. 2/
- Dallas First of Austin Bancshares, Inc., Austin, Texas, for approval to acquire 100 percent of the voting shares of First National Bank, Austin, Texas, a proposed new bank. 2/
- Dallas Northside Financial Corporation, San Antonio, Texas, for approval to acquire 100 percent of the voting shares of Northwest Bank, N.A., San Antonio, 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 Citicorp, New York, New York, requests permission to expand the service area of an office engaging in the following activities (the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes; the purchasing and servicing for its own account of sales finance contracts; the sale of credit-related life and accident and health insurance by licensed agents or brokers, as required; the extension of loans to dealers for the financing of inventory [floor planning] and working capital purposes; the making of loans to individuals and businesses secured by lien on mobile homes, modular units or related manufactured housing, together with the real property to which such housing is or will be permanently affixed, such property being used as security for the loans; and the servicing, for any person, of loans and other extensions of credit) at 1299 Clayton Road West, Ballwin, Missouri, through its subsidiary, Citicorp Acceptance Company, Inc. (Delaware) (12/29/83)

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

Citicorp, New York, New York, requests permission to relocate 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; and the sale of credit-related life and accident and health insurance by licensed agents or brokers, as required); in addition, Citicorp Person-to-Person Financial Center, Inc. and Citicorp Person-to-Person Financial Center of Florida, Inc. will continue to engage in the following activities (the extension of loans to dealers for the financing of inventory [floor planning] and working capital purposes); Citicorp Person-to-Person Financial Center of Florida, Inc. and Citicorp Homeowners, Inc. will also continue to engage in the following activities (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); Citicorp Person-to-Person Financial Center of Florida, Inc. will continue to engage in the following additional activity (the purchasing and servicing for its own account of sales finance contracts) from 124 East Colonial Drive, Orlando, Florida to 237 South Westmonte, Altamonte Springs, Florida, through its subsidiaries, Citicorp Person-to-Person Financial Center, Inc.; Citicorp Person-to-Person Financial Center of Florida, Inc. and Citicorp Homeowners, Inc. (12/29/83)

New York

Compagnie Financiere De Paribas and Banque Paribas, both of Paris, France, request permission to establish a de novo office engaging in the following activities (commercial finance activities, including the making and acquiring of loans and other extensions of credit such as would be made by a commercial financing company, including commercial loans secured by accounts receivable, fixed assets, equipment and inventory; making loans to finance the acquisition of residential real estate; issuing commercial and stand-by letters of credit; and servicing such loans and extensions of credit for others) at 1200 Smith Street, Two Allen Center, Suite 3100, Houston, Texas, through its subsidiary, Paribas Finance (Texas), Inc. (12/30/83)

APPLICATIONS RECEIVED - Continued

- New York Key Banks Inc., Albany, New York, requests permission to expand the service area engaging in the following activities (reinsurance of credit-related life and accident and health insurance) at 60 State Street, Albany, New York, through its subsidiary, Key Bank Life Insurance Limited (12/29/83)
- Cleveland BancOhio Corporation, Columbus, Ohio, notification of intent to engage in de novo activities (making, acquiring or servicing for its own account or for the account of others, all types of residential and commercial mortgage loans and other extensions of credit [including issuing letters of credit and accepting drafts] and other such activities as are incidental thereto) at 148 West Main Street, Lancaster, Ohio, through its subsidiary, BancOhio Mortgage Company (12/28/83)
- Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, notification of intent to expand the scope of de novo activities (the solicitation of loan business on behalf of Applicant's banking and nonbanking subsidiaries) at 551 Madison Avenue, New York, New York, serving the State of New York through its subsidiary, Mellon Financial Services Corporation #2 (12/27/83)
- Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (commercial lending including accounts receivable and inventory financing, and permissible personal property leasing, including acting as agent, broker, or adviser in leasing such property) at Mark Twain Building, Third Floor, 10401 Holmes Road, Kansas City, Missouri, through its subsidiary, Mellon Financial Services Corporation (12/27/83)
- Richmond NCRB 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

APPLICATIONS RECEIVED - Continued

- 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, through its subsidiary, TranSouth Mortgage Corporation) at 803 Highway 64-70 Southwest, Hickory, North Carolina (12/23/83)
- Chicago American Fletcher Corporation, Indianapolis, Indiana, notification of its intent to engage in de novo activities (to engage in lending activities) at 4020 Taylorsville Road, Louisville, Kentucky, the geographic area to be served will be Jefferson County, Kentucky, through its subsidiary, American Fletcher Financial Services, Inc. (12/16/83)
- Chicago Cowden Bancorp, Inc., Springfield, Illinois, notification of intent to engage in de novo activities (to directly engage de novo as a broker in the sale of credit life and credit accident and health insurance) the geographic scope is proposed to be Cowden, Illinois (12/16/83)
- Chicago Oakwood Bancorp, Inc., Springfield, Illinois, notification of intent to engage in de novo activities (as a broker in the sale of credit life and credit accident and health insurance) the geographic scope is proposed to be Oakwood, Illinois (12/16/83)
- Chicago Schuyler Bancorp, Inc., Springfield, Illinois, notification of intent to engage in de novo activities (to directly engage de novo as a broker in the sale of credit life and credit accident and health insurance) the geographic scope is proposed to be Rushville, Illinois (12/16/83)
- Dallas Bank Securities, Inc., Albuquerque, New Mexico, notification of intent to engage in de novo activities (in data processing and transmission services, facilities, data bases, or access to such services, facilities, or data bases by any technologically feasible means) (12/27/83)
- Dallas Helotes Bancshares, Inc., Helotes, Texas, notification of intent to engage in de novo activities (in the underwriting of credit life insurance and credit accident and health insurance directly related to extensions of credit by Helotes State Bank, a Texas banking association and wholly-owned subsidiary of Helotes Bancshares, Inc.) these activities would be performed in the State of Texas, through its subsidiary, Southern Sun Life Insurance Company (12/27/83)

APPLICATIONS RECEIVED - Continued

- Dallas River Oaks Bancshares, Inc., Houston, Texas, for approval to engage de novo in trust activities through its subsidiaries River Oaks Trust Company, Houston, Texas, and River Oaks Trust Corporation, Houston, Texas.
- Dallas Unicorp Bancshares, Inc., Houston, Texas, notification of intent to engage in de novo activities (in data processing activities, including the provision of data processing services, data transmission services, data bases and facilities for the internal operation of Unicorp Bancshares, Inc., and its subsidiaries and the provision of data processing and data transmission services for financial, banking or economic data to other financial and nonfinancial institutions) these activities would be conducted in the State of Texas, through its subsidiary, Unicorp Services, Inc. (12/27/83)
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to expand de novo activities (making or acquiring for its own account of 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; such activities will include, but not be limited to, purchasing installment sales finance contracts, making loans and other extensions of credit to consumers and businesses, making loans secured by real and personal property and offering credit-related life insurance and credit-related accident and health insurance directly related to extensions of credit made or acquired by the above 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 South Bend, Indiana, serving the entire States of Indiana and Michigan, through its subsidiary, FinanceAmerica Corporation (an Indiana corporation) (12/28/83)

APPLICATIONS RECEIVED - Continued

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand *de novo* activities (making or acquiring for its own account of 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; credit-related property insurance will be offered only in Pennsylvania, 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 (40 P. S. 281)) with respect to credit-related property insurance; 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 consumers and 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 health insurance may be reinsured in the States of Pennsylvania, New Jersey and Delaware by BA Insurance Company, Inc., an affiliate of FinanceAmerica Consumer Discount) these activities will be conducted from seven existing Pennsylvania offices; the Bensalem, Springfield and two Philadelphia offices will each serve the entire States of Pennsylvania and New Jersey; The Erie office will serve the additional State of New York; the West Chester office will serve the entire States of Pennsylvania and Delaware and the Wilkes-Barre office will serve the entire State of Pennsylvania, through its subsidiary, FinanceAmerica Consumer Discount Company (a Pennsylvania corporation) (12/23/83)

San
Francisco

Security Pacific Corporation, Los Angeles, California, for approval to acquire direct ownership of 100 percent of the equity stock of Security Pacific Brokers, Inc., and its wholly-owned subsidiary, Financial Clearing and Service Corporation.

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APPLICATIONS RECEIVED - Continued

REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.