

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
H.2, 1984 No. 8

Actions of the Board; Applications and Reports
Received During the Week Ending February 25, 1984

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

Regulation E, proposed rulemaking; extension of the comment period through March 30, 1984. (Docket No. R-0502)

Regulation Z; proposed rulemaking; extension of the comment period through March 30, 1984. (Docket No. R-0501)

Approval of criteria for including depository institutions in a program to accelerate the collection of checks; effective April 23, 1984. (Docket No. R-0464)

Policy statement regarding delayed disbursement practices.

New York Amboy Bank, National Association, Old Bridge, New Jersey, proposed merger with Amboy-Madison National Bank, Old Bridge, New Jersey; report to the Comptroller of the Currency on competitive factors. 1/

Philadelphia First National Bank of Jermyn, Jermyn, Pennsylvania, proposed merger with FNBJ National Bank, Jermyn, Pennsylvania; report to the Comptroller of the Currency on competitive factors. 1/

Cleveland Miami Citizens Bancorp, Piqua, Ohio, extension of time to June 1, 1984, within which to acquire Miami Citizens National Bank & Trust Company, Piqua, Ohio. 1/

Atlanta Citizens and Southern National Bank, Savannah, Georgia, proposed merger with Commercial National Bank, Cedartown, Georgia; report to the Comptroller of the Currency on competitive factors. 1/

Atlanta Flagler National Bank of the Palm Beaches, West Palm Beach, Florida, proposed merger with Colonial Trust Company, N.A., Palm Beach, Florida; 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 Gulf Coast Bancshares, Inc., Abbeville, Louisiana, extension of time to May 25, 1984, within which to become a bank holding company through the acquisition of Gulf Coast Bank, Abbeville, Louisiana. 1/
- Richmond United Bankshares, Inc., Parkersburg, West Virginia, extension of time to May 22, 1984, within which to become a bank holding company through the acquisition of The Parkersburg National Bank, Parkersburg, West Virginia; Union Central National Bank, Vienna, West Virginia; and Valley Bank, Parkersburg, West Virginia. 1/
- Chicago Citizens Commercial & Savings Bank, Flint, Michigan, an investment in bank premises. 1/
- Chicago First Lacon Corp., Lacon, Illinois, extension of time to April 21, 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 Lacon, Lacon, Illinois. 1/
- St. Louis First Vandalia Corp., Vandalia, Illinois, extension of time to June 3, 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 The First National Bank of Vandalia, Vandalia, Illinois. 1/
- St. Louis Steeleville Bancshares, Inc., Steeleville, Illinois, extension of time to March 31, 1984, within which to become a bank holding company through the acquisition of First National Bank of Steeleville, Steeleville, Illinois. 1/
- Kansas City First Golden Bancorporation, Inc., Golden, Colorado, extension of time to October 4, 1984, within which to open First Interstate Bank of Westminster, N.A., Westminster, Colorado. 1/
- Dallas Coronado Bancshares, Inc., El Paso, Texas, extension of time to May 21, 1984, in which to acquire Coronado Life Insurance Company, El Paso, Texas. 1/
- Dallas Herring National Bank of Vernon, Vernon, Texas; proposed merger with The New Herring National Bank of Vernon, Vernon, Texas, 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

- Dallas River Oaks Bank & Trust Company, Houston, Texas, proposed merger with River Oaks Bank, Houston, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas First National Bank of Jacksonville, Jacksonville, Texas, proposed merger with New First Bank of Jacksonville, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Sunwest Bank of Grant County, Silver City, New Mexico, an investment in bank premises. 1/
- San Francisco National Bank of La Jolla, La Jolla, California, proposed acquisition of certain assets and assumption of certain liabilities of the downtown San Diego and Kearny Mesa branch offices of Barclays Bank of California, under the charter and title of the former; report to the Comptroller of the Currency on competitive factors. 1/
- San Francisco Bank of Guam, Agana, Guam, M.I., proposed acquisition of assets and assumption of liabilities of the Ponape and Palau branches of American Savings and Loan Association, Tamuning, GMF, Guam, M.I.; 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

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

- Approved
- Richmond Union Trust Company of Maryland, Baltimore, Maryland.
To establish a branch at 6225 Charles Street,
Baltimore, Maryland. 1/
- Philadelphia Industrial Valley Bank and Trust Company, Jenkintown,
Pennsylvania. To establish a branch office to be
located at 212 East Lancaster Avenue, Wayne,
Pennsylvania. 1/
- San
Francisco Valley Bank of Nevada, Las Vegas, Nevada. To establish
a branch office to be located at Westcliff and
Rainbow Blvd., City of Las Vegas, Clark County,
Nevada. 1/

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

- Approved
- Philadelphia Central Bank, Claysburg, Pennsylvania. 1/
- Richmond Farmers & Merchants Bank, Timberville, Virginia. 1/
- San
Francisco Pacific Inland Bank, Anaheim, California. 1/

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

- Approved
- Richmond Farmers & Merchants Bank, Timberville, Virginia, to
merge with Farmers and Merchants Bank of Rockingham,
Timberville, Virginia. 1/

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

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

- Approved
- New York The Chase Manhattan Corporation, New York, New York: permitted an application to establish a de novo export trading company, Chase Trade, Inc., New York, New York. 1/ (2/22/84)
- New York First National State Bancorporation, Newark, New Jersey: to establish a de novo export trading company subsidiary in Newark, New Jersey. 1/ (2/13/84)
- San Francisco BankAmerica International, San Francisco, California: approved notification of intent to establish a branch office at John F. Kennedy International Airport, Jamaica, New York, pursuant to Section 211.4(c)(1) of Regulation K. 1/ (2/24/84)

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

- Approved
- Cleveland Croghan Bancshares, Inc., Fremont, Ohio, for approval to acquire at least 80 percent of the voting shares of Croghan Colonial Bank, Fremont, Ohio. 1/
- Richmond Anchor Financial Corporation, Myrtle Beach, South Carolina, for approval to acquire 100 percent of the voting shares of The Anchor Bank of Myrtle Beach, Inc., Myrtle Beach, South Carolina. 1/
- Richmond M & M Financial Corporation, Oak Hill, West Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to The Merchants & Miners National Bank of Oak Hill, Oak Hill, West Virginia. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta BOJ Bancshares, Inc., Jackson, Louisiana, for approval to acquire at least two-thirds of the voting shares of Bank of Jackson, Jackson, Louisiana. 1/
- Atlanta First Metropolitan Financial Corporation, Baton Rouge, Louisiana, for approval to acquire two-thirds of the voting shares of Metropolitan Bank & Trust Company, Baton Rouge, Louisiana. 1/
- Atlanta LCB Corporation, Inc., Fayetteville, Tennessee, for approval to acquire at least 80 percent of the voting shares of Lincoln County Bank, Fayetteville, Tennessee. 1/
- Atlanta United Security Bancshares, Inc., Thomasville, Alabama, for approval to acquire 100 percent of the voting shares of Bank of Thomasville, Thomasville, Alabama. 1/
- Chicago Lincoln Bancorp, Reinbeck, Iowa, for approval to acquire at least 80 percent of the voting shares of Lincoln Savings Bank, Reinbeck, Iowa. 1/
- Chicago Northwest American Bankshares Corporation, Chicago, Illinois, for approval to acquire at least 58.1 percent of the voting shares of All American Bank of Chicago, Chicago, Illinois, and 100 percent of Northwest Commerce Bank, Rosemont, Illinois. 1/
- Chicago Rake Bancorporation, Rake, Iowa, for approval to acquire at least 90.96 percent or more of the voting shares of State Savings Bank, Rake, Iowa. 1/
- Chicago Swea City Bancorporation, Inc., Swea City, Iowa, for approval to acquire at least 91.4 percent of the voting shares of Swea City State Bank, Swea City, Iowa. 1/
- St. Louis Downstate Bancshares, Inc., Murphysboro, Illinois, for approval to acquire at least 94.4 percent of the voting shares of The First National Bank in Altamont, Altamont, Illinois. 1/
- Minneapolis Dunn County Bankshares, Inc., Menomonie, Wisconsin, for approval to acquire at least 89.6 percent of the voting shares of Bank of Menomonie, Menomonie, Wisconsin. 1/

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

ACTIONS OF THE BOARD - Continued

- Minneapolis St. Anthony Bancorporation, Inc., Omaha, Nebraska, for approval to acquire at least 94.75 percent of the voting shares of St. Anthony National Bank, St. Anthony, Minnesota. 1/
- Minneapolis Silver Run Bancorporation, Inc., Red Lodge, Montana, for approval to acquire at least 81.07 percent of the voting shares of The United States National Bank of Red Lodge, Red Lodge, Montana. 1/
- Minneapolis Southern Minnesota Bancshares, Inc., Wells, Minnesota, for approval to acquire at least 86 percent of the voting shares of Security State Bank of Wells, Wells, Minnesota. 1/
- Kansas City Bonner Springs Bancshares, Inc., Bonner Springs, Kansas, for approval to acquire at least 80 percent of the voting shares of Commercial State Bank of Bonner Springs, Bonner Springs, Kansas. 1/
- Kansas City Dighton National Bancshares, Inc., Dighton, Kansas, for approval to acquire at least 80 percent of the voting shares of First National Bank of Dighton, Dighton, Kansas. 1/
- Kansas City First National Bancshares of Scott City, Ltd., Scott City, Kansas, for approval to acquire at least 50.003 percent of the voting shares of First National Bank of Scott City, Scott City, Kansas. 1/
- Kansas City Nebraska Bancorporation, Inc., Alliance, Nebraska, for approval to acquire at least 80 percent of the voting shares of Alliance National Bank and Trust Company, Alliance, Nebraska. 1/
- Kansas City Spencer Bancshares, Inc., Spencer, Oklahoma, for approval to acquire 100 percent of the voting shares of Spencer State Bank, Spencer, Oklahoma. 1/
- Kansas City Wheeler County Bancshares, Inc., Ericson, Nebraska, for approval to acquire at least 83 percent of the voting shares of Ericson State Bank, Ericson, Nebraska. 1/
- Dallas Rusk County Bancshares, Inc., Henderson, Texas, for approval to acquire 100 percent of the voting shares of Peoples State Bank of Henderson, Henderson, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

San Francisco Pacific Inland Bancorp, Anaheim, California, for approval to acquire 100 percent of the voting shares of Pacific Inland Bank, Anaheim, 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

Dallas Withdrawn
Tahoka First Bancorp, Inc., Tyler, Texas, for approval to acquire 100 percent of the voting shares of Charter Bank, N.W., Corpus Christi, Texas and at least 80 percent of Lakeway National Bank, Lakeway, Texas.

Atlanta Approved
Georgia Bancshares, Inc., Macon, Georgia, for approval to acquire 100 percent of the voting shares of The First State Bank of Fitzgerald, Fitzgerald, Georgia. 1/

Atlanta Landmark Banking Corporation of Florida, Fort Lauderdale, Florida and Preferred Equity Investors of Florida, Knoxville, Tennessee, for approval to acquire 100 percent of the voting shares of Landmark Bank of Palm Beach County, Boca Raton, Florida, a proposed new bank. 1/

Chicago First Colonial Bankshares Corporation, Chicago, Illinois, for approval to acquire 29.1 percent of the voting shares of Northwest American Bankshares Corporation, Chicago, Illinois and indirectly All American Bank of Chicago, Chicago, Illinois and Northwest Commerce Bank, Rosemont, Illinois. 1/

St. Louis Mercantile Bancorporation, Inc., St. Louis, Missouri, for approval to acquire 100 percent of the voting shares of the successor by merger to First County Bank, Bloomfield, Missouri. 1/

Kansas City First Laurel Security Co., Laurel, Nebraska, for approval to acquire 100 percent of the voting shares of Security State Bank, Allen, Nebraska. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas American State Financial Corporation, Lubbock, Texas, for approval to acquire 100 percent of the voting shares of Brownfield State Bank, Brownfield, Texas. 1/
- Dallas Brazosport Corporation, Freeport, Texas, for approval to acquire 100 percent of the voting shares of Mercantile National Bank of Corpus Christi, Corpus Christi, Texas. 1/
- Dallas First Huntsville Corporation, Huntsville, Texas, for approval to acquire 100 percent of the voting shares of First National Bank-South, Huntsville, Texas, a proposed new bank. 1/

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

- Cleveland Approved
Mellon National Corporation, Pittsburgh, Pennsylvania, for approval to acquire 80 percent of the voting shares of Northwest Pennsylvania Corp., Oil City, Pennsylvania, and indirectly Union Bank and Trust Co., Erie, Pennsylvania and Northwest Bank, Oil City, Pennsylvania. 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

- Atlanta Withdrawn
Totalbank Corporation of Florida, Miami, Florida; Milford, N.V., Oranjestad, Netherlands Antilles and Ballerton Corporation, N.V., Oviedo, Spain, for approval to act as a money broker of certificates of deposit issued by financial institutions through Total Investment Services Corp., Miami, Florida.

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

ACTIONS OF THE BOARD - Continued

Dallas Bankers Southwest Corporation, Dallas, Texas, notification of intent to engage in de novo activities (in acting as an investment and financial advisor to the extent of furnishing general economic information and advice, general economic statistical forecasting services and industry studies as well as providing portfolio investment advice to any other person and serving as an advisory company for a mortgage or real estate investment trust; providing bookkeeping and data processing for the internal operations of Bankers Southwest Corporation, its subsidiaries, and for others pursuant to 225.4(a)(8); leasing personal and real property or acting as an agent, broker, or advisor in leasing such property pursuant to 225.4(a)(6)(a) and (b)) at 1304 Elm Street, Dallas, Texas and One Financial Center, 800 Ferris Avenue, Waxahachie, Texas, the service area to be served shall be the state of Texas, for all activities referred to hereinabove; the non-banking activities shall be performed by both the Dallas and Waxahachie, Texas, offices, through its subsidiary, American Southwest Corporation (2/23/84)

Approved

Minneapolis Northern Wisconsin Bank Holding Company, Laona, Wisconsin, for approval to acquire the assets of Laona Insurance Agency, Inc., Laona, Wisconsin. 1/

San Francisco Pacific Inland Bancorp, Anaheim, California, for approval to acquire 100 percent of the voting shares of Pacific Inland Management, Inc., Anaheim, California. 1/

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., Los Angeles, California and its wholly-owned subsidiary, Financial Clearing & Services Corporation. 1/

Permitted

New York Banque Paribas and Compagnie Financiere De 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

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

ACTIONS OF THE BOARD - Continued

- 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. (2/12/84) 3/
- New York Den Norske Creditbank, Oslo, Norway, requests permission to establish a de novo office engaging in the following activities (commercial lending, such as would be performed by a mortgage or commercial finance company, including making and acquiring loans secured by real property, equipment, accounts receivable and inventory) in either Houston, Texas, or Denver, Colorado, through its subsidiary, DNC Finance (2/23/84) 3/
- Cleveland Mellon National Corporation, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (in insurance underwriting activities throughout the state of Delaware) through its subsidiary, Mellon Life Insurance Company (2/23/84) 3/
- Richmond Dominion Bankshares Corporation, Roanoke, Virginia, notification of intent to engage in de novo activities (acting as insurance agent or broker with respect to any insurance that is directly related to an extension of credit by bank or bank-related subsidiaries of Dominion Bankshares Corporation) in Roanoke, Virginia, through its subsidiary, Dominion Bankshares Services, Inc. (2/24/84) 3/
- Atlanta Barnett Banks of Florida, Inc., Jacksonville, Florida, notification of intent to engage in de novo activities (in securities brokerage services, related securities credit activities pursuant to the Board's Regulation T, and incidental activities such as offering custodial services, individual retirement accounts and cash management services) at 430 Brevard Avenue, Cocoa; 3431 Galt Ocean Mile, Fort Lauderdale; 3210 Cleveland Avenue, Fort Myers; 100 Laura Street, Jacksonville; 385 14th Avenue South, Naples; 100 North Ashley Drive, Tampa and 250 Park Avenue, South, Winter Park, all located in Florida, these activities would be conducted in the State of Florida, through its subsidiary, Barnett Brokerage Service, Inc. (2/19/84) 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 Barnett Banks of Florida, Inc., Jacksonville, Florida notification of intent to engage in de novo activities (in offering from additional offices, check verification services, including authorizing subscribing merchants to accept certain personal purchase money checks and obligating Verifications, Inc. to purchase properly verified checks which are subsequently dishonored) in Tampa, Florida; Clearwater, Florida; West Palm Beach, Florida; Pensacola, Florida and Montgomery, Alabama, or their surrounding metropolitan areas, as well as from existing offices of Verifications, Inc. and would be offered throughout the States of Florida and Alabama, through its subsidiary, Verifications, Inc. (2/24/84) 3/
- Atlanta Northwest Georgia Financial Corp., Dallas, Georgia, notification of intent to engage in de novo activities (the company will solicit and originate FHA, VA, Conventional, etc. mortgage loans; these loans will be handled as a correspondent of a larger mortgage company) in Paulding County, and some areas of counties contiguous to Paulding through its subsidiary, West Georgia Mortgage Co., Inc. (2/18/84) 3/
- Chicago Firststar Corporation, Appleton, Wisconsin, notification of intent to engage in de novo activities (in trust and related services) the geographic scope of the activity will be the State of Wisconsin, through its subsidiary, Firststar Trust Company (2/17/84) 3/
- Chicago Hawkeye Bancorporation, Des Moines, Iowa, for approval to engage de novo through its existing subsidiary, Hawkeye Bancorporation Mortgage Company, Des Moines, Iowa, in arranging equity financing for income producing real properties. (2/21/84) 3/
- St. Louis First Kentucky National Corporation, Louisville, Kentucky, notification of intent to engage in de novo activities (in processing bank and sales slips, airline tickets and remittances) in Dallas, Texas, New Mexico, Oklahoma, Arizona, Louisiana, Mississippi, Alabama and Florida, through its subsidiary, NPC of Arizona, Inc. (2/17/84) 3/
- Kansas City Metrobank Corp., Denver, Colorado, notification of intent to engage in de novo activities (as agent for the sale of credit life and accident and health

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

ACTIONS OF THE BOARD - Continued

insurance as permitted by Colorado State law) these activities would be conducted in the State of Colorado, through its subsidiary, Metro Insurance Corporation (2/22/84) 3/

Kansas City Union Bancshares, Inc., Wichita, Kansas, notification of intent to engage in de novo activities (the making of consumer and commercial leases in accordance with the Board's Regulation Y) these activities would be conducted in the State of Kansas, through its subsidiary, UBI Leasing, Inc. (2/24/84) 3/

Kansas City Union Bancshares, Inc., Wichita, Kansas, notification of intent to engage in de novo activities (in the making or acquiring for its own account, or to be packaged and sold to others, mortgage loans, such as would be made or acquired by a mortgage banking company; it would also from time to time provide construction lending) these activities will be conducted in the State of Kansas, through its subsidiary, UBI Mortgage Banking, Inc. (2/24/84) 3/

San Francisco BankAmerica Corporation, San Francisco, California, for approval to expand the activities of its existing subsidiary, BA Futures, Inc., to include executing and clearing for nonaffiliated persons options on financial futures contracts in U.S. Government securities. (2/23/84) 3/

San Francisco California Commercial Bankshares, Santa Ana, California, notification of intent to engage in de novo activities (in mortgage lending activities including origination and sale of real estate secured loans) these activities will be conducted primarily within California (2/24/84) 3/

San Francisco Business Bancorp, San Jose, California, notification of intent to engage in de novo activities (in leasing activities with respect to personal property and equipment and real property in accordance with the Board's Regulation Y) these activities will be conducted in the United States (2/13/84) 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 First Security Corporation, Salt Lake City, Utah, notification of intent to engage in de novo activities (in the business of making consumer, business and mortgage loans; to engage in the business of lease financing; to engage in the activities as an agent of selling credit life and credit disability insurance related to extensions of credit, where the insurance is limited to assuring repayment of the outstanding balance due on a specific extension of credit in the event of death, disability or involuntary unemployment of the debtor, pursuant to Section 601(A) of the Garn-St Germain Depository Institutions Act of 1982) at Market Tower II, 3025 South Parker Road, Suite 811, Aurora, Colorado, serving the area in and around Denver, Colorado, through its subsidiary, First Security Financial (2/22/84) 3/
- San Francisco Olympic National Bancorp, Los Angeles, California, notification of intent to engage in de novo activities (making or acquiring for its own account and for the account of others loans and other extensions of credit and servicing loans and other extensions of credit for any person throughout the State of California) through its subsidiary, O.N.B. Mortgage Company (a California corporation) (2/23/84) 3/
- San Francisco Puget Sound Bancorp, Tacoma, Washington, for approval to engage in the nonbanking activities of (1) arranging equity financing for income-producing real properties, and (2) acting as an investment or financial advisor to the extent of providing portfolio investment advice through its direct subsidiary, Washington Mortgage Corporation, Seattle, Washington. (2/9/84) 3/

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Redemption of Shares

- Kansas City Centinel Bank Shares, Inc., Taos, New Mexico. 1/
- Kansas City Valley Falls Insurance, Inc., Valley Falls, Kansas. 1/
- Dallas Freer Bancshares, Inc., Freer, Texas. 1/

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.

APPLICATIONS RECEIVED

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

- Philadelphia Girard Bank, Bala Cynwyd, Pennsylvania. To establish a remote service facility at the General Accident Insurance Company, 434-436 Walnut Street, Philadelphia, Pennsylvania. 2/
- Chicago Comerica Bank, Detroit, Michigan. To establish an EFT at 22445 Michigan Avenue, Dearborn, Michigan. 2/
- Chicago Citizens Bank, Sheboygan, Wisconsin. To establish an EFT at Park & Shop Supermarket, 1317 North 25th Street, Sheboygan, Wisconsin. 2/

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

- San Francisco San Benito Bank, Hollister, California. 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

- Boston Fleet Financial Group, Inc., Providence, Rhode Island: prior notification to invest in Fleet Trading Company Providence, Rhode Island, a proposed de novo wholly-owned export trading company.
- New York Bankers Trust New York Corporation, New York, New York: prior notification of its intent to establish a de novo funding vehicle, Bankers Financing N.V., to be located in The Netherlands Antilles.

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 Citibank Overseas Investment Corporation, Wilmington, Delaware, prior notification of its intent to make an additional investment in Citicorp Services Limited, Auckland, New Zealand.

New York Citicorp, New York, New York: prior notification of its intent to make an additional investment in Citicorp Bank, Zurich, Switzerland.

San Francisco First Pacific Holdings Limited, Hong Kong, and First Pacific Investments Limited, Liberia, request consent to acquire about 25 percent of the shares of The Export Finance Company Limited, London.

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

Boston Saver's Bancorp, Inc., Littleton, New Hampshire, for approval to acquire 100 percent of the voting shares of The Saver's Bank, a mutual savings bank, Littleton, New Hampshire and to acquire indirectly 14 percent of the voting shares of North Country Bank, Berlin, New Hampshire. 2/

Philadelphia BSB Financial Corporation, Trenton, New Jersey, for approval to acquire 100 percent of the voting shares of The Broad Street National Bank of Trenton, Trenton, New Jersey. 2/

Cleveland Farmers State Bancorp, Inc., Booneville, Kentucky, for approval to acquire 100 percent of the voting shares of Farmers State Bank, Booneville, Kentucky. 2/

Minneapolis The First Freeman Corporation, Freeman, South Dakota, for approval to acquire at least 97.1 percent of the voting shares of The First National Bank of Freeman, Freeman, South Dakota. 2/

Kansas City American Bank Shares, Inc., Great Bend, Kansas, for approval to acquire 100 percent of the voting shares of American State Bank & Trust Company, Great Bend, Kansas.

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 Gore Valley Bancorporation, Inc., Vail, Colorado, for approval to acquire 100 percent of the voting shares of First National Bank of Vail, Vail, Colorado, a proposed new bank. 2/
- Kansas City Roxbury Bancshares, Inc., Kansas City, Missouri, for approval to acquire at least 96 percent of the voting shares of Roxbury State Bank, Roxbury, Kansas. 2/
- Kansas City Turner Bancshares, Inc., Kansas City, Kansas, for approval to acquire at least 80 percent of the voting shares of The Turner State Bank, Kansas City, Kansas. 2/
- Kansas City Victory Bancorp, Inc., Nowata, Oklahoma, for approval to acquire at least 93.23 percent of the voting shares of Victory Bancshares, Inc., Nowata, Oklahoma, and to acquire indirect ownership of 89.46 percent of the voting shares of Victory National Bank of Nowata, Nowata, Oklahoma. 2/
- Kansas City Waverly Bancshares, Inc., Waverly, Missouri, for approval to acquire 100 percent of the voting shares of Waverly Investment Company, Kansas City, Missouri and indirectly The Bank of Waverly, Waverly, Missouri. 2/
- San Francisco Pioneer Bancorp, Fullerton, California, for approval to acquire 100 percent of the voting shares of Pioneer Bank, Fullerton, California. 2/
- San Francisco Rio Salado Bancorp, Tempe, Arizona, for approval to acquire at least 90 percent of the voting shares of Rio Salado Bank, Tempe, Arizona. 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 Cole-Taylor Financial Group, Inc., Northbrook, Illinois, for approval to acquire at least 92 percent of the voting shares of Ford City Bank and Trust Co., Chicago, 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 Delta Bancshares Company, St. Louis, Missouri, for approval to acquire an additional 40.7 percent of the voting shares of Eureka Bank, Eureka, Missouri. 2/
- St. Louis FCB Corp., Collinsville, Illinois (formerly First Collinsville Corp.) for approval to acquire 100 percent of the voting shares of First County Bank, Maryville, Illinois (formerly First Bank of Maryville) and 100 percent of the voting shares of First State Bank of Morrisonville, Morrisonville, Illinois. 2/
- St. Louis Landmark Bancshares Corporation, Clayton, Missouri, for approval to acquire at least 80 percent of the voting shares of The First National Bank of St. Charles, St. Charles, Missouri. 2/
- St. Louis Terre Du lac Bancshares, Inc., Chesterfield, Missouri, for approval to acquire at least 50.7 percent of the voting shares of Bank of Steele, Steele, Missouri. 2/
- Kansas City American Bank Corporation, Denver, Colorado, for approval to acquire 100 percent of the common voting shares of First State Bank of Afton, Afton, Wyoming. 2/
- Dallas American State Financial Corporation, Lubbock, Texas, for approval to acquire 100 percent of the voting shares of Brownfield State Bank, Brownfield, Texas. 2/
- Dallas Mercantile Texas Corporation, Dallas, Texas, for approval to acquire 100 percent of the voting shares of Corpus Christi National Bank-South, Corpus Christi, Texas, 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

- Minneapolis Norwest Corporation, Minneapolis, Minnesota, for approval to acquire 100 percent of the voting shares of Bankshares of Nebraska, Inc., Grand Island, Nebraska and indirectly The First National Bank of Grand Island, Grand Island, Nebraska. 2/

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

APPLICATIONS RECEIVED - Continued

Kansas City Commercial Landmark Corporation, Muskogee, Oklahoma, for approval to acquire 100 percent of the voting shares of Commercial Bancshares, Inc., Tulsa, Oklahoma and indirectly Commercial National Bank of Tulsa, Tulsa, Oklahoma, through a merger of the two organizations. 2/

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

Boston Saver's Bancorp, Inc., Littleton, New Hampshire, for approval to acquire Saver's Real Estate Investment, Inc., Littleton, New Hampshire.

Boston Shawmut Corporation, Boston, Massachusetts, notification of intent to engage in de novo activities (in investment advisory activities including providing the following services: (i) Portfolio investment advice and management for institutional and employee benefit account customers; (ii) Investment advisory services to and management of accounts supervised by the Applicant's subsidiary banks) the geographic area served will be centered in the northeastern United States, including Maine, New Hampshire, Vermont, Massachusetts, Rhode Island, Connecticut, New York, New Jersey, Pennsylvania, Maryland, Delaware, and the District of Columbia, through its subsidiary, SHA Corp. d/b/a One Federal Asset Management (2/8/84)

New York Bankers Trust New York Corporation, New York, New York, requests permission to expand the activities (executing and clearing options on futures contracts in foreign exchange on the international monetary market division of the Chicago Mercantile Exchange and its affiliated clearing association) at 1 Bankers Trust Plaza, New York, New York; 280 Park Avenue, New York, New York; 233 South Wacker Drive, Chicago, Illinois; Suite 1000, 2121 San Jacinto, Dallas, Texas; Suite 2630, 1100 Milam, Houston, Texas; 9th Floor, 400 South Hope Street, Los Angeles, California; and Dashwood House, 69 Old Broad Street, London, EC2P, United Kingdom, through its subsidiary, BT Futures Corp (2/7/84)

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 establish two de novo offices engaging in the following activities (the making to consumers of loans and other extensions of credit, for its own account and for the account of others; the sale at retail of money orders having a face value of not more than \$1,000; and the sale of travelers checks) at 121 West Center Road--Suite 2, Omaha, Nebraska and Lot 4 Cross Roads Plaza, 76th and Dodge, Omaha, Nebraska, through its subsidiary, Citicorp Credit Services, Inc., (2/3/84)
- New York J.P. Morgan & Co. Incorporated, New York, New York, requests permission to establish a de novo office engaging in the following activities (activities which may be carried on by an investment adviser, including serving as investment adviser to an investment company registered under the Investment Company Act of 1940 and providing portfolio investment advice to individuals, corporations, employee benefit funds, governmental entities and other institutions, including Morgan Guaranty Trust Company of New York, on both a discretionary and nondiscretionary basis) at 9 West 57th Street, New York, New York, through its subsidiary, J.P. Morgan Investment Management Inc. (2/6/84)
- New York J.P. Morgan & Co. Incorporated, New York, New York, requests permission to expand the activities to include the following activities (the execution and clearance for nonaffiliated persons of options on futures contracts in foreign exchange on major commodities exchanges of which MFC is a member) through its subsidiary, Morgan Futures Corporation (2/6/84)
- New York Manufacturers Hanover Corporation, New York, New York, for approval to acquire all of the voting shares of C.I.T. Financial Corporation, New York, New York, and thereby to engage in various nonbanking activities.
- New York Saban, S.A. Panama City, Republic of Panama; Trade Development Bank Holding, S.A., City of Luxembourg, Grand Duchy of Luxembourg; Trade Development Finance (Netherlands Antilles) N.V., The Netherlands Antilles; and Trade Development Holland Holding B.V., Amsterdam, The Netherlands; and Republic New York Corporation, New York, New York, request permission to expand the activities to include the following activities (the execution and clearance of futures contracts and options on futures contracts in gold

APPLICATIONS RECEIVED - Continued

- and silver bullion, foreign exchange, U.S. Government securities, and money market instruments on major commodity exchanges) at 452 Fifth Avenue, New York, New York, through its subsidiary, Republic Clearing Corp. (2/10/84)
- Philadelphia Bank of Delaware Corporation, Wilmington, Delaware, notification of intent to engage in de novo activities (as an investment or financial advisor to individuals, corporations, charitable entities, retirement plans, foundations, and others) these activities would be performed in the States of Delaware, Maryland, New Jersey, Pennsylvania, and Virginia, through its subsidiary, Del-Vest, Inc. (2/21/84)
- Philadelphia Fidelcor, Inc., Philadelphia, Pennsylvania, notification of intent to engage in de novo activities (arranging commercial real estate equity financing, including acting as an intermediary for the financing of commercial or industrial income producing real estate by arranging for the transfer of the title, control and risk of such a real estate project to one or more investors) at 121 South Broad Street, 13th Fl., Philadelphia, Pennsylvania, through its subsidiary Latimer & Buck, Inc. (2/17/84)
- Cleveland Peoples Bancorp, Inc., Marietta, Ohio, notification of intent to engage in de novo activities (in underwriting and reinsuring insurance activities) at 138 Putnam Street, Marietta, Ohio, through its subsidiary, Northwest Territory Life Insurance Company (2/23/84)
- Atlanta Commerce Union Corporation, Nashville, Tennessee, notification of intent to engage in de novo activities (incidental to the conduct of a mortgage banking business, to arrange equity financing for income-producing real properties) at One Commerce Place, Nashville, Tennessee, the geographic area to be served would be all of the States of the United States and the District of Columbia, through its subsidiary, Commerce Union Realty Services Corporation (2/8/84)
- Atlanta First National Bank Corp, Inc., Shelbyville, Tennessee, notification of intent to engage in de novo activities (in making leases of personal or real property in accordance with the Board's Regulation Y) these activities would be performed in the State of Tennessee, through its subsidiary, First Leasing Corp of Shelbyville (2/24/84)

APPLICATIONS RECEIVED - Continued

- *atlanta First Railroad & Banking Company of Georgia, Augusta, Georgia, notification of intent to engage in de novo activities (providing data processing and transmission services, facilities, data bases, and access to such services, facilities and data bases both for the internal operations of the Applicant and its subsidiaries and for other customers; these data processing and transmission services and related activities have previously been approved for customers in certain southeastern states; authorization is now being sought to extend these services and related activities geographically, at such times as may be desirable, to customers located throughout the United States, using major computer centers, remote input/output data collection centers, input/output equipment located in the customers' offices, a transmission network of ground couriers and any other technologically feasible means) the geographic area is to be served throughout the United States, through its subsidiary, First Financial Management Corporation (2/27/84)
- Chicago American Ligonier Bancorp, Inc., Ligonier, Indiana, to engage de novo in the sale of credit life and accident and health insurance in the city of Ligonier, Indiana, and the surrounding areas served by branch offices of American State Bank.
- Chicago Harris Bankcorp, Inc., Chicago, Illinois, notification of intent to engage in de novo activities (to acquire direct ownership, control, or power to vote at least 2,500 (100%) of the voting shares of Harris Futures Corporation, 111 West Monroe Street, Chicago, Illinois) (2/21/84)
- Minneapolis American Bancorporation Holding Company, Brainerd, Minnesota, for approval to assume, through its nonbank subsidiary, CreditAmerica Lending Company, Brainerd, Minnesota, the depository obligations of Thorp Credit and Thrift, Brainerd, Minnesota.
- Minneapolis Norwest Corporation, Minneapolis, Minnesota, for approval to acquire 100 percent of the voting shares of Bankshares of Nebraska Life Insurance Company, Phoenix, Arizona; and to acquire ownership of the insurance agency division of Bankshares of Nebraska; and to engage de novo in general insurance.

APPLICATIONS RECEIVED - Continued

- Kansas City Central Service Corporation, Enid, Oklahoma, notification of intent to engage in de novo activities (in mortgage banking activities including, but not limited to, the origination, sale and servicing of commercial and/or residential real estate mortgage financing, and any other activities normally associated with a mortgage banking company operation) these activities would be conducted primarily in the State of Oklahoma, through its subsidiary, C.S.C. Mortgage Corporation (2/16/84)
- Dallas River Oaks Bancshares, Houston, Texas, notification of intent to engage in de novo activities (in securities brokerage services and incidental activities, including acceptance of buy-sell orders from customers River Oaks Bank, processing of buy-sell orders through the accounts of its customers and marketing of discount brokerage services; those activities would be performed in Harris County, Texas; and in securities brokerage services and incidental activities including the provision of discount brokerage services to individuals and institutions and private label order execution and clearing services to non-investor and investor financial institutions on a contractual basis) those activities would be conducted in the State of Texas, through its newly formed subsidiary, Texas First Brokerage Services, Inc. (2/22/84)
- San Francisco First Security Corporation, Salt Lake City, Utah notification of intent to engage in de novo activities (in offering thrift savings accounts and thrift certificates; engaging in the business of making, consumer, business and mortgage loans; engaging in the business of lease financing; engaging in the activities as an agent of selling credit life and credit disability insurance related to extensions of credit, where the insurance is limited to assuring repayment of the outstanding balance due on a specific extension of credit in the event of death, disability or involuntary unemployment of the debtor, pursuant to Section 601(A) of the Garn-St Germain Depository Institutions Act of 1982) at 3544 Lincoln Avenue, Suite #5, Ogden, Utah, the office will serve the geographical area of the United States, including the Ogden area of Weber County, Utah, through its subsidiary, First Security Financial (2/22/84)

APPLICATIONS RECEIVED - Continued

San
Francisco

Valley National Corporation, Phoenix, Arizona, notification of intent to engage in de novo activities (in the activities of consumer and dealer financing, the leasing of personal property and offering credit life and disability insurance as agent or broker) in Salt Lake City, Utah, the geographic area to be served is the State of Utah, through its subsidiary, Valley National Financial Services Company of Utah (2/23/84)

San
Francisco

Western Commercial, Fresno, California, notification of intent to engage in de novo activities (in mortgage banking activities of originating, making, acquiring and brokering, for its own account and for sale to others, residential, commercial, and construction loans and other extensions of credit such as would be made by a mortgage company; servicing such loans and other extensions of credit; becoming a F.H.A. and V.A. approved lender) these activities will be conducted from an office in Fresno, California, serving all fifty States of the United States, through its subsidiary, Western Commercial Mortgage Co. (2/17/84)

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REPORTS RECEIVED

Ownership Statement Filed Pursuant to
Section 13(d) of the Securities Exchange Act

The Bank of Burlington
Burlington, Wisconsin
(Filed by Evelyn U. Burchard and
Thomas C. Burchard)

* * * * *

PETITIONS FOR RULEMAKING

None.