

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
H.2, 1984 No. 20

Actions of the Board; Applications and Reports

Received During the Week Ending May 19, 1984

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

The Bank Regulatory Agencies announce an assistance program for Continental Illinois National Bank and Trust Company.

Boston

Beverly Bank, National Association, Beverly, Massachusetts, proposal to merge with The Beverly National Bank, Beverly, Massachusetts; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/

New York

Second National Bank of Kearny, Kearny, New Jersey, proposal to merge First National Bank & Trust Company of Kearny, Kearny, New Jersey; report transmitted to the Comptroller of the Currency on competitive factors. 1/

New York

United National Bank, Plainfield, New Jersey, proposal to purchase the assets and assume the liabilities of the First National Bank of Belvidere, Belvidere, New Jersey; report transmitted to the Comptroller of the Currency on competitive factors. 1/

New York

County Trust Company, Garfield, New Jersey, proposal to acquire assets and assume liabilities of the Little Ferry branch office of Meadowlands National Bank, North Bergen, New Jersey; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/

Philadelphia

First National Bank of Bradford County, Towanda, Pennsylvania, proposal to merge with The Interim National Bank of Bradford County, Towanda, Pennsylvania, under the charter of the latter and with the title of the former; report transmitted to the Comptroller of the Currency on competitive factors.

Cleveland

Lorain County Savings & Trust Co., Elyria, Ohio, to invest in bank premises. 1/

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

ACTIONS OF THE BOARD - Continued

- Richmond Lowndes Bank, Clarksburg, West Virginia, proposed merger with TLB Bank Co., Clarksburg, West Virginia, a proposed new bank; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Carolina Bank & Trust Company, Lamar, South Carolina, proposed merger with New Carolina Bank and Trust Company, Darlington, South Carolina, a proposed new bank; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond First Citizens Bank and Trust Company of South Carolina, Columbia, South Carolina, proposed acquisition of seven offices of The South Carolina National Bank, Charleston, South Carolina, and seven branches of First National Bank of South Carolina, Columbia, South Carolina; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Danville Interim Bank, National Association, Danville, Virginia, a proposed new bank, proposed merger with American National Bank and Trust Company, Danville, Virginia; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- Richmond Carolina Bank and Trust Company, Lamar, South Carolina, proposal to acquire the assets of and assume the liabilities of a branch of First National Bank of South Carolina, Columbia, South Carolina; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Lexington State Bank, Lexington, South Carolina, proposal to acquire the assets of and assume the liabilities of a branch of The South Carolina National Bank, Charleston, South Carolina, and a branch of First National Bank of South Carolina, Columbia, South Carolina; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Bankers Trust of South Carolina, Columbia, South Carolina, proposal to acquire the assets of and assume the liabilities of one office of The South Carolina National Bank, Charleston, South Carolina, and one branch of First National Bank of South Carolina, Columbia, South Carolina; report transmitted 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

- Richmond Interim National Bank of Logan, Logan, West Virginia, a proposed new bank, proposed merger with The National Bank of Logan, Logan, West Virginia; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Monroe County Bank, Monroeville, Alabama, to invest in bank premises. 1/
- Atlanta Georgia Railroad Bank and Trust Company, Augusta, Georgia, to invest in bank premises. 1/
- Atlanta Central Bank of the South, Birmingham, Alabama, to invest in bank premises. 1/
- Atlanta First Alabama Bank of Dothan, Dothan, Alabama, to invest in bank premises. 1/
- Atlanta NCNB National Bank of Florida, Tampa, Florida, proposed merger with Ellis National Bank of Pinellas County, St. Petersburg, Florida, and Ellis Bank of Indiana Rocks, N.A., Largo, Florida; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- Atlanta First Metropolitan Financial Corporation, Baton Rouge, Louisiana, extension of time until August 19, 1984, within which to become a bank holding company through the acquisition of Metropolitan Bank & Trust Company, Baton Rouge, Louisiana. 1/
- Chicago General Bancshares Corporation of Indiana, Fort Wayne, Indiana, extension of time to July 5, 1984, within which to become a bank holding company through the acquisition of Anthony Wayne Bank, Fort Wayne, Indiana. 1/
- Kansas City First National Bancshares of Scott City, Ltd., Scott City, Kansas, extension of time until August 16, 1984, within which to consummate the acquisition of the First National Bank, Scott City, Kansas. 1/
- Kansas City Spencer Bancshares, Inc., Spencer, Oklahoma, extension of time until June 16, 1984, within which to consummate the acquisition of Spencer State Bank, Spencer, Oklahoma. 1/
- Dallas American National Bank, Corpus Christi, Texas, proposed merger with Interim Corpus Christi American Bank, Corpus Christi, Texas; report transmitted 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

- Dallas Bank of Arlington, Arlington, Texas, proposed merger with New Bank of Arlington, Arlington, Texas; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas First National Bank of Whitehouse, Whitehouse, Texas, proposed merger with New First Bank of Whitehouse, Texas; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, extension of time until September 6, 1984, within which to consummate the acquisition of Texas Commerce Bank - Richardson, N.A., Richardson, Texas, a proposed new bank. 1/
- Dallas Texas Commerce Bancshares, Inc., Houston, Texas, extension of time until September 6, 1984, within which to consummate the acquisition of Texas Commerce Bank - Brookhollow, N.A., Dallas, Texas, a proposed new bank. 1/
- Dallas Independent Financial, Inc., Lubbock, Texas, extension of time until September 21, 1984, within which to consummate the acquisition of Whisperwood National Bank, Lubbock, Texas. 1/
- Dallas Spring Woods Bancshares, Inc., Houston, Texas, extension of time until July 10, 1984, within which to consummate the acquisition of Spring Woods Bank, Houston, Texas. 1/
- Dallas Plains Bancshares, Inc., Plains, Texas, extension of time until July 17, 1984, within which to consummate the acquisition of Plains State Bank, Plains, Texas. 1/
- Dallas Rio Grande Bancshares, Inc., Edinburg, Texas, extension of time until July 17, 1984, within which to consummate the acquisition of First State Bank & Trust Company, Edinburg, Texas. 1/
- San
Francisco Puget Sound Bancorp, Tacoma, Washington, extension of time until September 9, 1984, within which to become a bank holding company through the acquisition of Bellingham National Bank, Bellingham, Washington, 1/
- San
Francisco Security Pacific Corporation, Los Angeles, California, extension of time until August 22, 1984, within which to acquire Security Pacific Brokers, Inc. 1/

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

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

New York	The Schenectady Trust Company, Schenectady, New York. To establish 126 offsite electronic facility offices. <u>1/</u>
Cleveland	The Lorain County Savings & Trust Co., Elyria, Ohio. To establish branches at 807 West Avenue, Elyria, Ohio and 1000 North Abbe Road, Elyria, Ohio. <u>1/</u>
Richmond	First Virginia Bank - Colonial, Richmond, Virginia. To establish a branch at Laburnum Avenue and Finlay Road, Henrico County, Virginia. <u>1/</u>
Richmond	First Virginia Bank, Falls Church, Virginia. To establish a branch at 8120 Courthouse Road, Fairfax County, Virginia. <u>1/</u>
Chicago	Northern Trust Bank/Woodfield, Schaumburg, Illinois. To establish a branch at 1000 Tower Lane, Bensenville, Illinois. <u>1/</u>
Chicago	Northern Trust Bank/Woodfield, Schaumburg, Illinois. To establish an EFT at 1000 Tower Lane, Bensenville, Illinois. <u>1/</u>

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

San Francisco	Alex Brown Financial Group, Sacramento, California. <u>1/</u>
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1/ Application processed on behalf of the Board of Governors under
delegated authority.

ACTIONS OF THE BOARD - Continued

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

Approved

Boston The Merrill Trust Company, Bangor, Maine, to merge with
Federal Trust Company, Maine. 1/

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Applications and Notifications fo 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

Chicago First Chicago International Finance Corporation, Chicago,
Illinois: grants consent to purchase and hold, directly
or indirectly, the shares of Banco Denasa de Investimento
S.A., Sao Paulo, Brazil.

San
Francisco First Interstate International of California, Los Angeles,
California, application to amend paragraph FIRST of
the Articles of Association of First Interstate
International of California and thereby change its
name to First Interstate Bank International.

San
Francisco First Pacific Holdings Limited, Hong Kong, and First
Pacific Investments Limited, Liberia: grants consent to
purchase and hold, directly or indirectly, up to 25
percent of the voting shares of The Export Finance
Company Limited, 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

Approved

Boston Connecticut Holding Corporation, Waterbury, Connecticut,
for approval to acquire 100 percent of the voting shares
of Colonial Bancorp, Inc., Waterbury, Connecticut, and
indirectly Colonial Bank, Waterbury, Connecticut.

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

ACTIONS OF THE BOARD - Continued

Boston North American Bank Corporation, Farmington, New Hampshire, for approval to acquire 100 percent of the voting shares of Farmington National & Savings Bank, Farmington, New Hampshire. 1/

New York Chase Manhattan RRD, New York, New York, for approval to acquire 100 percent of the voting shares of Lincoln First Banks, Inc., Rochester, New York and indirectly acquire Lincoln First Bank, N.A., Rochester, New York.

Cleveland First Financial Bancorp, Inc., Wheeling, West Virginia, for approval to acquire 100 percent of the voting shares of The First National Bank and Trust Company of Wheeling, Wheeling, West Virginia. 1/

Cleveland Grant Bancshares, Inc., Dry Ridge, Kentucky, for approval to acquire 100 percent of the voting shares of Citizens Bank, Dry Ridge, Kentucky. 1/

Richmond Fauquier National Bankshares, Inc., Warrenton, Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to The Fauquier National Bank of Warrenton, Warrenton, Virginia. 1/

Atlanta LaFollette First National Corporation, LaFollette, Tennessee, for approval to acquire 100 percent of the voting shares of First National Bank of LaFollette, LaFollette, Tennessee. 1/

Chicago Dorchester Bancshares, Inc., Dorchester, Wisconsin, for approval to acquire 100 percent of the voting shares of Dorchester State Bank, Dorchester, Wisconsin. 1/

Chicago Eastern Michigan Financial Corporation, Croswell, Michigan, for approval to acquire 100 percent of the voting shares of State Bank of Croswell, Croswell, Michigan. 1/

Chicago Evergreen of Wisconsin, Inc., Poy Sippi, Wisconsin, for approval to acquire 100 percent of the voting shares of Farmers State Bank, Poy Sippi, Wisconsin. 1/

Chicago First Dwight Corporation, Dwight, Illinois, for approval to acquire 100 percent of the voting shares of The First National Bank of Dwight, Dwight, Illinois. 1/

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

ACTIONS OF THE BOARD - Continued

Minneapolis U-Banc, Incorporated, Red Lodge, Montana, for approval to acquire 82.6 percent of the voting shares of United Bank of Absarokee, N.A., Absarokee, Montana. 1/

Kansas City Bank of the Rockies Bancshares, Inc., Boulder, Colorado, for approval to acquire 100 percent of the voting shares of National Bank of the Rockies, Boulder, Colorado. 1/

Kansas City Bourbon County Bancshares, Fort Scott, Kansas, for approval to acquire at least 80 percent of the voting shares of The Citizens National Bank of Fort Scott, Fort Scott, Kansas.

Kansas City Britton Bancshares, Inc., Ellsworth, Kansas, for approval to acquire 100 percent of the voting shares of Citizens State Bank & Trust Company, Ellsworth, Kansas. 1/

Kansas City First Overland Park Bancshares, Inc., Overland Park, Kansas, for approval to acquire 100 percent of the voting shares of First National Bank of Overland Park, Overland Park, Kansas, a proposed new bank. 1/

Kansas City Polo Bancshares, Inc., Richmond, Missouri, for approval to acquire at least 80 percent of the voting shares of Farmers Bank of Polo, Polo, Missouri. 1/

Dallas The Bancstock Partnership, Ltd., Dallas, Texas, for approval to acquire at least 72.13 percent of the voting shares of Inwood Bancshares, Inc., Dallas, Texas and indirectly Inwood National Bank of Dallas, Dallas, Texas. 1/

San Francisco Monarch Bancorp, Laguna Niguel, California, for approval to acquire 100 percent of the voting shares of Monarch Bank, Laguna Niguel, California.

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

Returned

Dallas Amarillo Western Bancshares, Inc., Amarillo, Texas, for approval to acquire 100 percent of the voting shares of City National Bank, Amarillo, Texas, a proposed new bank.

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

ACTIONS OF THE BOARD - ContinuedApproved

Boston	Bank of Boston Corporation, Boston, Massachusetts, for approval to acquire 100 percent of the voting shares of Colonial Bancorp, Inc., Waterbury, Connecticut and indirectly Colonial Bank, Waterbury, Connecticut.
New York	The Chase Manhattan Corporation, New York, New York, for approval to acquire 100 percent of the voting shares of Lincoln First Banks, Inc., Rochester, New York and indirectly acquire Lincoln First Bank, N.A., Rochester, New York.
Chicago	Chemical Financial Corporation, Midland, Michigan, for approval to acquire 100 percent of the voting shares of Northern National Bank, Grayling, Michigan. <u>1/</u>
Chicago	Citizens Bancorporation, Sheboygan, Wisconsin, for approval to acquire at least 80 percent of the voting shares of S. B. W. Bancorp, Inc., Waupun, Wisconsin, and indirectly acquire The State Bank of Waupun, Waupun, Wisconsin. <u>1/</u>
Chicago	First Busey Corporation, Urbana, Illinois, for approval to acquire 80 percent of the voting shares of City Bank of Champaign, Champaign, Illinois. <u>1/</u>
Chicago	First Michigan Bank Corporation, Zeeland, Michigan, for approval to acquire 100 percent of the voting shares of The Oceana County Savings Bank, Hart, Michigan. <u>1/</u>
Chicago	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, for approval to acquire 100 percent of the voting shares of Wauwatosa State Bank, Wauwatosa, Wisconsin. <u>1/</u>
St. Louis	First Newport Bancshares, Inc., Newport, Arkansas, for approval to acquire at least 90 percent of the voting shares of Planters and Stockmen Bank, Pocahontas, Arkansas. <u>1/</u>
St. Louis	Simmons First National Corporation, Pine Bluff, Arkansas, for approval to acquire 80 percent or more of the shares of First State Bank & Trust Company, Lake Village, Arkansas. <u>1/</u>
Kansas City	United Oklahoma Bankshares, Inc., Oklahoma City, Oklahoma, for approval to 100 percent of the voting shares of United Oklahoma Bank of Del City, Del City, Oklahoma, a proposed new bank. <u>1/</u>

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

ACTIONS OF THE BOARD - Continued

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

San Francisco The Mitsubishi Bank, Limited, Tokyo, Japan, for approval to acquire 100 of the voting shares of BanCal Tri-State Corporation, San Francisco, California and indirectly The Bank of California, National Association, San Francisco, California.

San Francisco Security Pacific Corporation, Los Angeles, California, for approval to acquire 100 percent of the voting shares of Security Pacific State Bank, Irvine, California, a proposed new bank. 1/

San Francisco United Bancorporation Alaska, Inc., Anchorage, Alaska, for approval to acquire 99.65 percent of the voting shares of United Bank Alaska Southeast, Inc., Juneau, Alaska, a proposed new bank. 1/

Denied

New York Bank of New York Company, Inc., New York, New York, for approval to acquire 95.3 percent of the voting shares of Northeast Bancorp, Inc., New Haven, Connecticut and indirectly acquire Union Trust Company, Stamford, Connecticut, and Security Bank and Trust, Bloomfield, Connecticut.

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

Approved

Chicago Citizens Bancorporation, Sheboygan, Wisconsin, for approval to acquire the assets and liabilities of Bancorporation of Wisconsin, Inc., West Allis, Wisconsin, and indirectly acquire West Allis State Bank, West Allis, Wisconsin, and Southwest Bank, New Berlin, Wisconsin. 1/

Chicago Rockford City Bancorp, Inc., Rockford, Illinois, for approval to merge with Boone Bancorp, Inc., Belvidere, Illinois and indirectly acquire Boone State Bank, Belvidere, Illinois. 1/

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

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

- Boston** Bank of Boston Corporation, Boston, Massachusetts, for approval to acquire 100 percent of the voting shares of Colbanc Realty Corporation, Waterbury, Connecticut and Colbanc Leasing Corporation, Waterbury, Connecticut.
- New York** The Chase Manhattan Corporation, New York, New York, for approval to acquire Lincoln First Trust Company of Florida, N.A., Boca Raton, Florida; Lincoln First Real Estate Credit Corporation, White Plains, New York; Lincoln First Mortgage, Inc., Newport Beach, Florida; Lincoln Lease/Way, Inc., Rochester, New York; Lincoln First Commercial Corporation, Rochester, New York; and Lincoln First Life Insurance Company, Phoenix, Arizona.
- San Francisco** Security Pacific Corporation, Los Angeles, California, for approval to acquire substantially all of the data processing assets and certain liabilities of Baldwin-United Corporation, New York, New York. 1/

Denied

- New York** Bank of New York Company, Inc., New York, New York and BNY Holdings (Delaware) Corporation, Wilmington, Delaware, for approval to acquire 95.3 percent of the voting shares of NBI Mortgage Investment Corporation and Union Financial Services Corporation, both of New Haven, Connecticut.

Permitted

- Boston** Fleet Financial Group, Inc., Providence, Rhode Island, notification of intent to expand de novo activities (in the making of consumer loans on both a secured and an unsecured basis, the financing of installment sales contracts, the making of first and second mortgage loans and the offering of credit life, credit accident and health and credit property insurance in accordance with the provisions of the Garn-St. Germain Depository Institutions Act of 1982) in Arizona, Delaware, New York and nationwide, through its subsidiary, Fleet Finance, Inc. (Delaware) (5/17/84) 3/

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

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

ACTIONS OF THE BOARD - Continued

Boston

Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (in the underwriting of credit life and credit accident and health insurance, written in connection with extensions of credit by two affiliated bank holding company subsidiaries, UniMortgage Corporation of CO and UniMortgage Corporation of NM) this activity would be conducted in the States of Colorado and New Mexico, through its subsidiary, The Motor Life Insurance Company (5/9/84) 3/

New York

BT Bancshares, Inc., Albany, New York, requests permission to engage in the following activities (making or acquiring loans and other extensions of credit such as would be made by a commercial finance company, including commercial loans secured by a borrower's accounts receivable, inventory, or other assets; purchasing or acquiring accounts receivable and making advances thereon as would be done by a factor; servicing such loans or accounts for others; acquiring and selling participations in such obligations; making or acquiring leases and installment sales contracts for others; acting as agent, broker or adviser in connection with such transactions; acquiring and selling participations in the obligations arising from such transactions) on a nationwide basis, through its subsidiary, BT Commercial Corporation (5/17/84) 3/

New York

Marine Midland National Corporation, Buffalo, New York, requests permission to establish a de novo office engaging in the following activities ((1)) originating, making, acquiring and servicing, for its own account or for the account of others, loans and other extensions of credit, either unsecured or principally secured by mortgages on residential or commercial properties or leasehold interests therein; (2) acting as investment or financial adviser to the extent of (a) serving as the advisory company for a mortgage or real estate investment trust; (b) furnishing general economic information and advice on real estate matters; and (c) providing portfolio investment advice on real estate matters; and (3) arranging commercial real estate equity financing) in Wilmington, Delaware; Newport Beach, California; Houston, Texas; and Washington, D.C., serving the States (and District)

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

ACTIONS OF THE BOARD - Continued

in which they are located and contiguous States, through its subsidiary, Marine Midland Realty Credit Corporation (5/15/84)

- Richmond Dominion Bankshares Corporation, Roanoke, Virginia, notification of intent to engage in de novo activities (leasing personal property or acting as agent, broker, or advisor in leasing such property, making loans and other extensions of credit for its own account and for the account of others, servicing such loans and other extensions of credit for others, and in the sale of credit life insurance, credit accident and health insurance, credit disability insurance and non-convertible term life insurance, all directly related to its extensions of credit) at 8150 Leesburg Pike, Vienna, Virginia, serving the United States, through its subsidiary, Dominion Leasing Corporation (5/18/84) 3/
- Chicago Firstbank of Illinois Co., Springfield, Illinois, notification of intent to engage in de novo activities (in the mortgage banking business including originating, acquiring and servicing mortgage loans to commercial and consumer customers, and selling insurance directly related to such extensions of credit such as mortgage insurance) these activities would be conducted throughout the United States, through its subsidiary, Firstbank Mortgage Co. (5/16/84) 3/
- Chicago Midwest Financial Group, Inc., Peoria, Illinois, notification of intent to engage in de novo activities (in providing data processing services to its affiliated banks and to customers of its affiliated banks such data processing facilities being designed, marketed and operated for the processing and transmission of financial, banking or economic data) these activities would be conducted in the State of Illinois and states contiguous thereto in accordance with the Board's Regulation Y, through its subsidiary, Midwest Financial Data Corp. (5/18/84) 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

St. Louis

Central Arkansas Bancshares, Inc., Malvern, Arkansas, notification of intent to engage in de novo activities (the sale of mortgagors' decreasing term life insurance, mortgagors' accident, health and sickness insurance, credit life insurance, credit accident and credit health and accident insurance directly related to extensions of credit by its subsidiary bank) these activities will be performed in the State of Arkansas (5/15/84) 3/

Minneapolis

Norwest Corporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (in the activities of consumer finance; sales finance; commercial finance including, but not limited to, accounts receivable financing, factoring and other secured lending activities; lease financing; the underwriting and sale of credit life and credit accident and health related to extensions of credit by Norwest Corporation or its subsidiaries, and the sale of credit property and credit-related casualty insurance related to extensions of credit by Norwest Financial Services, Inc. or its subsidiaries (such underwriting and sale of credit-related insurance being permissible activities under Subparagraph D of Title VI of the Garn - St. Germain Depository Institutions Act of 1982); the offering for sale and selling of travelers checks; and the offering for sale and selling of bookkeeping, payroll and other management financial reporting services) at any location within the State of Wisconsin, the State that will be served is the State of Wisconsin, through its subsidiary, Norwest Financial Services, Inc. (5/11/84) 3/

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand in de novo activities (in the activities of an investment and financial adviser including, but not limited to, acting as investment adviser as defined in the Investment Company Act of 1940, providing portfolio investment advice and furnishing general economic information and advice, general economic statistical forecasting services and industry studies) at 555 California Street, San Francisco, California, having a worldwide geographic service area, through its subsidiary, BA Investment Management Corporation (a Delaware Corporation) (5/18/84) 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

Application to the Board of Governors of the
Federal Reserve System for Prior Approval of an
Acquisition Pursuant to Section 5(b) of the
Bank Service Corporation Act, as Amended

Approved

Kansas City

American Bank of Commerce, McAlester; American National Bank, Durant; Bank of Glenpool, Glenpool; Bank of Johnston County, Tishomingo; The Citizens Bank, Drumright; The Citizens State Bank, Hugo; City Bank, Muskogee; Farmers State Bank, Allen; The Federal National Bank & Trust Company of Shawnee, Shawnee; First American Bank, Stratford; First Bank and Trust Company, San Springs; The First National Bank of Davis, Davis; First National Bank of Guthrie, Guthrie; The First National Bank in Madill, Madill; First National Bank, Sallisaw; The First National Bank of Seminole, Seminole; The First National Bank and Trust Company of Stillwater, Stillwater; First-Oklahoma Bank & Trust Company, Sulphur; Liberty State Bank, Tahlequah; Oklahoma State Bank, Buffalo; Oklahoma State Bank, Konawa; Tecumseh Bank, Tecumseh; and Texoma Bank, Kingston, for approval to acquire all the shares of a bank service corporation United Community Mortgage Company, Oklahoma City, Oklahoma.

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

Philadelphia Marine Midland Bank Delaware, Wilmington, Delaware. 2/

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

New York Chemical Bank, New York, New York. To establish a branch
at 200 Jericho Quadrangle, Jericho, Nassau County,
New York. 2/

New York Irving Trust Company, New York, New York. To establish
a branch at 67 Wall Street, New York, New York. 2/

Cleveland The Lorain County Savings & Trust Co., Elyria, Ohio. To
establish a CBCT Branch at 38505 Chestnut Ridge Road,
Elyria, Ohio. 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 Chase Manhattan Overseas Banking Corporation, Newark,
Delaware: prior notification of its intent to make
an additional investment in CHASEFIN-Chase Finanziaria
S.p.A., Milan, Italy.

New York Citibank Overseas Investment Corporation, Wilmington,
Delaware: requests specific consent to make, directly
or indirectly, additional investments in certain wholly
owned subsidiaries to facilitate the partial divestiture of
some of its Australian holdings in compliance with the
requirements of the Australian government.

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: requests consent to continue to hold all the shares of Citifutures Limited, London, England, after Citifutures acts as a futures commission merchant with respect to a new stock index futures contract available on the London International Financial Futures Exchange.

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

Boston Granite State Bancorp, Inc., Meredith, New Hampshire, for approval to acquire 100 percent of the voting shares of Meredith Bank & Trust, Meredith, New Hampshire. 2/

Boston Metro Bancorp, Inc., Melrose, Massachusetts, for approval to acquire at least 80 percent of the voting shares of Metropolitan Bank and Trust Company, Melrose, Massachusetts.

New York Chase Manhattan RRD, New York, New York, for approval to acquire 100 percent of the voting shares of Lincoln First Banks, Inc., Rochester, New York and indirectly acquire Lincoln First Bank, N.A., Rochester, New York. 2/

Philadelphia National American Bancorp, Inc., Towanda, Pennsylvania, for approval to acquire 100 percent of the voting shares of The First National Bank of Bradford County, Towanda, Pennsylvania. 2/

Richmond Summit Bankshares, Inc., Ripley, West Virginia, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Ripley, Ripley, West Virginia. 2/

Atlanta First National Bancshares of West Alabama, Inc., Aliceville, Alabama, for approval to acquire at least 80 percent of the voting shares of First National Bank of Aliceville, Aliceville, Alabama and Bank of Gordo, Gordo, Alabama. 2/

Atlanta Five Flags Banks, Inc., Pensacola, Florida, for approval to acquire at least 80 percent of the voting shares of Bank of the South, Myrtle Grove, Florida; First Navy Bank, Pensacola, Florida; and The Warrington Bank, Warrington, 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	Jamestown Union Bancshares, Inc., Jamestown, Tennessee, for approval to acquire 100 percent of the voting shares of Union Bank, Jamestown, Tennessee. <u>2/</u>
Atlanta	Rossville Bankshares, Inc., Rossville, Georgia, for approval to acquire at least 84.6 percent of the voting shares of Rossville Bank, Rossville, Georgia. <u>2/</u>
Chicago	Marion Bancorp, Marion, Indiana, for approval to acquire 100 percent of the voting shares of First National Bank in Marion, Marion, Indiana. <u>2/</u>
Chicago	Northtown Bancshares Corporation, Decatur, Illinois, for approval to acquire 100 percent of the voting shares of Northtown Bank in Decatur, Decatur, Illinois. <u>2/</u>
Chicago	PSB Corporation, Wellsburg, Iowa, for approval to acquire at least 69 percent of the voting shares of Peoples Savings Bank, Wellsburg, Iowa. <u>2/</u>
Chicago	RBDC Corporation, Chicago, Illinois, for approval to acquire 100 percent of the voting shares of Republic Bancorp Co., Chicago, Illinois and indirectly acquire Republic Bank of Chicago, Chicago, Illinois. <u>2/</u>
Chicago	Royce Corporation, Council Bluffs, Iowa, for approval to acquire 100 percent of Manning Trust & Savings Bank, Manning, Iowa and 89.15 percent of Walnut State Bank, Walnut, Iowa. <u>2/</u>
St. Louis	Continental Bancorporation, Inc., Sikeston, Missouri, for approval to acquire 80.47 percent of the voting shares of First National Bank of Sikeston, Sikeston, Missouri. <u>2/</u>
St. Louis	General Bank Corporation of Kentucky, Horse Cave, Kentucky, for approval to acquire 80 percent of the voting shares of Horse Cave State Bank, Horse Cave, Kentucky. <u>2/</u>
Minneapolis	Citizens Bancshares, Inc., Ontonagon, Michigan, for approval to acquire 93.76 percent of the voting shares of The Citizens State Bank of Ontonagon, Ontonagon, Michigan. <u>2/</u>
Minneapolis	Community National Corporation, Grand Forks, North Dakota, for approval to acquire at least 90 percent of the voting shares of Community National Bank of Grand Forks, Grand Forks, North Dakota. <u>2/</u>

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

APPLICATIONS RECEIVED - Continued

Kansas City	Arvada Bankshares, Ltd., Denver, Colorado, for approval to acquire at least 98 percent of the voting shares of First National Bank of Arvada, Arvada, Colorado. <u>2/</u>
Kansas City	Cawker City Bancshares, Inc., Overland Park, Kansas, for approval to acquire at least 80 percent of the voting shares of Farmers and Merchants State Bank, Cawker City, Kansas. <u>2/</u>
Kansas City	Community Bank Corp of Oklahoma, Inc., Stillwater, Oklahoma, for approval to acquire at least 93.3 percent of the voting shares of Stillwater Community Bank, Stillwater, Oklahoma. <u>2/</u>
Kansas City	Financial Shares, Inc., Morland, Kansas, for approval to acquire at least 80 percent of the voting shares of Citizens State Bank, Morland, Kansas. <u>2/</u>
Kansas City	Holden Bankshares, Inc., Holden, Missouri, for approval to acquire at least 80 percent of the voting shares of Bank of Holden, Holden, Missouri. <u>2/</u>
Kanas City	Lyons Bancorp, Inc., Brighton, Colorado, for approval to acquire at least 98 percent of the voting shares of Valley Bank of Lyons, Lyons, Colorado. <u>2/</u>
Dallas	American Bank Holding Company, Corpus Christi, Texas, for approval to acquire 100 percent of the voting shares of American National Bank, Corpus Christi, Texas. <u>2/</u>
Dallas	Southshares, Inc., Laredo, Texas, for approval to acquire 80 percent of the voting shares of South Texas National Bank of Laredo, Laredo, Texas. <u>2/</u>

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

New York	Midlantic Banks, Inc., Edison, New Jersey, for approval to acquire 24.9 percent of the voting shares of Statewide Bancorp, Toms River, New Jersey and indirectly acquire First National Bank of Toms River, Toms River, New Jersey. <u>2/</u>
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2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED - Continued

Cleveland	Wesbanco, Inc., Wheeling, West Virginia, for approval to acquire 100 percent of the voting shares of New Martinsville Bank, New Martinsville, West Virginia. <u>2/</u>
Richmond	Key Bancshares of West Virginia, Inc., Huntington, West Virginia, for approval to acquire 100 percent of the voting shares of The National Bank of Logan, Logan, West Virginia. <u>2/</u>
Chicago	First Park Ridge Corporation, Park Ridge, Illinois, for approval to acquire 80 percent or more of the voting shares of Bank of Buffalo Grove, Buffalo Grove, Illinois. <u>2/</u>
Minneapolis	Escrow Corporation of American, Inc., Pennock, Minnesota, for approval to acquire 95.64 percent of the voting shares of Citizens National Bank of Willmar, Willmar, Minnesota. <u>2/</u>
Kansas City	BancOklahoma Corp., Tulsa, Oklahoma, for approval to acquire 100 percent of the voting shares of Grove Bancshares, Inc., Grove, Oklahoma and indirectly acquire First Bank of Grove, Grove, Oklahoma. <u>2/</u>
Kansas City	C.S.B. Co., Cozad, Nebraska, for approval to acquire 100 percent of the voting shares of St. Paul National Bank, St. Paul, Nebraska. <u>2/</u>
Kansas City	United Oklahoma Bankshares, Inc., Oklahoma City, Oklahoma, for approval to acquire 100 percent of the voting shares of United Oklahoma Bank of Del City, Del City, Oklahoma, a proposed new bank. <u>2/</u>
Dallas	Allied Bancshares, Inc., Houston, Texas, for approval to acquire 100 percent of the voting shares of Allied Bank Keller, N.A., Keller, Texas, a proposed new bank. <u>2/</u>
Dallas	Bankers Southwest Corporation, Waxahachie, Texas, for approval to acquire at least 51 percent of the voting shares of State Bank and Trust Company, Dallas, Texas and State Bank and Trust Company, Ovilla, Texas, both proposed new banks. <u>2/</u>
Dallas	First Western Bancshares, Inc., Duncanville, Texas, for approval to acquire 100 percent of the voting shares of The National Bank of Grand Prairie, Grand Prairie, Texas. <u>2/</u>

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

APPLICATIONS RECEIVED - Continued

Dallas Iowa Park Bancshares, Inc., Iowa Park, Texas, for approval to acquire at least 80 percent of the voting shares of Electra State Bank and Trust Company, Electra, Texas. 2/

Dallas RepublicBank Corporation, Dallas, Texas, for approval to acquire 14.8 percent of the voting shares of Seagoville State Bank, Seagoville, Texas. 2/

San Francisco Security Pacific Corporation, Los Angeles, California, for approval to acquire 100 percent of the voting shares of Security Pacific State Bank, Irvine, California, 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

Cleveland National City Corporation, Cleveland, Ohio, for approval to merge with BancOhio Corporation, Columbus, Ohio and indirectly BancOhio National Bank, Columbus, Ohio and Ohio State Bank, Columbus, Ohio. 2/

Minneapolis Great Plains Bank Corporation, Eureka, South Dakota, for approval to merge with Eden Bank Holding Company, Inc., Eden, South Dakota and indirectly acquire The First National Bank of Eden, Eden, South Dakota. 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 Chemical New York Corporation, New York, New York, requests permission to establish a de novo office engaging in the following activities (generating loans and other extensions of credit and servicing loans and other extensions of credit including, but not limited to, making or acquiring loans to consumers; acquiring revolving credit installment contracts from retail sellers and providing services related to the foregoing; making or acquiring loans and other extensions of credit to businesses including,

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

but not limited to receivable, inventory and working capital financing; making or acquiring extensions or credit secured by personal property lease contracts; making extensions of credit to consumers and others by the use of credit cards and drafts drawn upon a credit facility; making available to its debtors credit related insurance directly related to such activities to the extent permissible under applicable State insurance laws and regulations; providing data processing and data transmission services, data bases and facilities for the internal operations of CNYC, including Chemical Bank and all other CNYC 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 for financial, banking or economic data; and providing to others excess capacity and time sharing on data processing or transmission equipment or facilities) through its subsidiary, Chemical Financial Services Corporation Chicago, Illinois (5/15/84)

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| New York | First National State Bancorporation, Newark, New Jersey, for approval to engage <u>de novo</u> in consumer lending and deposit-taking through First National State/Westchester, White Plains, New York. |
| New York | Norstar Bancorp, Inc., Albany, New York, for approval to acquire Adams, McEntee & Company, New York, New York. |
| Cleveland | Mellon National Corporation, Pittsburgh, Pennsylvania, for approval to engage <u>de novo</u> in consumer lending and deposit-taking (limited to the State of Florida) through Mellon Bank (FL), N.A., Boca Raton, Florida. |
| Cleveland | National City Corporation, Cleveland, Ohio, for approval to engage in nonbanking activities through BancOhio Leasing Company; Franklinton Assurance Company; BancOhio Mortgage Company; W. Lyman Case and Company; and Midwest Econometrics, Inc., all located in Columbus, Ohio. |
| Chicago | Hayesville Bancshares, Inc., Hayesville, Iowa, for approval to acquire Mertz Insurance Agency, Hayesville, Iowa and Gerald Fowler Insurance Agency, Delta, Iowa. |
| St. Louis | Citizens Fidelity Corporation, Louisville, Kentucky, notification of intent to expand geographic service area nationwide for the following activities (processing and transmission of financial, banking or economic data for applicant, its subsidiary, unrelated financial institutions and others, and credit/debit card cardholder and merchant processing for applicant, its subsidiaries and unrelated financial institutions) through its subsidiary, CFC Financial Services, Inc. (5/7/84) |

APPLICATIONS RECEIVED - Continued

- Kansas City** Cripple Creek Bancorporation, Inc., Cripple Creek, Colorado, d/b/a/ Pikes Peak Mortgage and Investment Company, notification of intent to engage in de novo activities (in real estate financing including the origination of first and second mortgage loans secured by single and multi family residences and commercial properties, the extension of credit for the construction or remodeling of single and multi family and commercial structures and the extension of credit for the development of single and multi family and commercial real estate) (5/21/84)
- Kansas City** First Oklahoma Bancorporation, Inc., Oklahoma City, Oklahoma, for approval to indirectly acquire at least 80 percent of the assets of Sun Country Financial Corporation of Colorado, Colorado Springs, Colorado, and thereby expand its data processing services.
- Kansas City** Lyons Bancorp, Inc., Brighton, Colorado, for approval to acquire the assets and liabilities of Centennial Insurance Services, Inc., Lyons, Colorado.
- San Francisco** Security Pacific Corporation, Los Angeles, California, notification of intent to engage in de novo activities (underwriting and dealing in obligations of the United States, general obligations of states and their political subdivisions, and other obligations that state member banks of the Federal Reserve System may be authorized to underwrite and deal in under 12 U.S.C. 24 and 335, including bankers acceptances and certificates of deposit, under the same limitations as would be applicable if the activity were performed by SPC's subsidiary member bank) in Denver, Colorado, serving the United States, through its subsidiary, Security Pacific Financial Strategies Group, Inc. (5/16/84)
- San Francisco** United Bancorporation Alaska, Inc., Anchorage, Alaska, notification of intent to expand de novo activities (in (a) making or acquiring loans and other extensions of credit such as would be made by a mortgage company and/or commercial financial company including: real estate construction loans, both commercial and residential; real estate residential term loans; commercial loans secured by a borrower's inventory, accounts receivable, or other assets; and installment consumer loans; and (b) servicing such loans for others, in accordance with with the Board's Regulation Y; and (c) acting as agent or broker for credit related life, accident, health or unemployment insurance; pursuant to Section 601(A) of Title VI of the Garn-St Germain Act) in Anchorage, Alaska, these activities would be performed within the United States of America, through its subsidiary, UBA Mortgage Company, Inc. (5/15/84)

APPLICATIONS RECEIVED - Continued

REPORTS RECEIVED

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

The Bank of Alexandria
Alexandria, Virginia
(Filed by Nancy Lee Dunton)

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PETITIONS FOR RULEMAKING

None.