

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
H.2, 1984 No. 21

Actions of the Board; Applications and Reports

Received During the Week Ending May 26, 1984

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

| | |
|--------------|---|
| Boston | Key Bank of Central Maine, Augusta, Maine, proposal to acquire the Waterville, Maine office of Key Bank of Southern Maine, Portland, Maine; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u> |
| Boston | First Coastal Banks, Inc., Portsmouth, New Hampshire, extension of time until July 2, 1984, within which to become a bank holding company through the acquisition of the First National Bank of Portsmouth, Portsmouth, New Hampshire. <u>1/</u> |
| New York | People's Bank, Bridgeport, Connecticut, proposal to acquire a portion of the assets of, and assume the liabilities of, a Danbury branch office of Citytrust, Bridgeport, Connecticut; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u> |
| New York | Exchange National Bank, Olean, New York, proposal to purchase the assets and assume the liabilities of three branch offices of the Bank of New York, New York, New York, located in Cattaraugus County; report transmitted to the Comptroller of the Currency on competitive factors. <u>1/</u> |
| New York | Republic National Bank of New York, New York, New York, extension of time to June 4, 1985, within which to complete its investment in RNYC Financial Services N.V., Curacao, Netherlands Antilles. <u>1/</u> |
| Philadelphia | First Eastern Bank, National Association, Wilkes-Barre, Pennsylvania, proposal to merge with Scranton National Bank, Scranton, Pennsylvania, under the title and charter of the former; report transmitted to the Comptroller of the Currency on competitive factors. <u>1/</u> |

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

ACTIONS OF THE BOARD - Continued

- Philadelphia Upper Valley Bancorp, Inc, Olyphant, Pennsylvania, extension of time until August 28, 1984, within which to consummate the bank holding company formation. 1/
- Philadelphia First Bank and Trust Company of Mechanicsburg, Pennsylvania, proposal to merge with Main Street Bank, Mechanicsburg, Pennsylvania, under the charter of the latter and with the title of the former; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Republic National Bank, Columbia, South Carolina, proposed acquisition of two offices of The South Carolina National Bank, Charleston, South Carolina, and one office of First National Bank of South Carolina, Columbia, South Carolina; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- Richmond First Palmetto State Bank and Trust Company, Columbia, South Carolina, proposed acquisition of the Rutledge Street office of The South Carolina National Bank, Charleston, South Carolina; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Southern Bank and Trust Company, Greenville, South Carolina, proposed acquisition of the East Cooper Plaza office of First National Bank of South Carolina, Columbia, South Carolina; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Richmond Farmers and Merchants National Bank of Hamilton, Hamilton, Virginia, proposed merger with Farmers and Merchants Interim Bank, National Association, Hamilton, Virginia, a proposed new bank; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- Richmond Lexington State Bank, Lexington, South Carolina, proposed merger with The New Lexington State Bank, Lexington, South Carolina, a proposed new bank; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Independent Bancshares, Inc., Red Bay, Alabama, extension of time until September 27, 1984, in which to become a bank holding company through the acquisition of Bank of Red Bay, Red Bay, Alabama. 1/

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

ACTIONS OF THE BOARD - Continued

- Atlanta First National Bank of Mobile, Mobile, Alabama, proposed merger with City National Bank of Dothan, Dothan, Alabama; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Southeast Banking Corporation, Miami, Florida, extension of time until July 9, 1984, within which to begin operations of Southeast Bank of St. Johns County, a de novo bank. 1/
- Atlanta BOJ Bancshares, Inc., Jackson, Louisiana, extension of time until August 23, 1984, within which to become a bank holding company through the acquisition of the Bank of Jackson, Jackson, Louisiana. 1/
- Chicago Minier Financial, Inc., Minier, Illinois, extension of time until August 13, 1984, within which to become a bank holding company through the acquisition of First Farmers State Bank of Minier, Minier, Illinois. 1/
- Chicago Genesee Merchants Bank & Trust Co., Flint, Michigan, to invest in bank premises. 1/
- Chicago Greenwood Interim National Bank, Greenwood, Indiana, application for prior approval to merge with The National Bank of Greenwood, Greenwood, Indiana, under the charter of Greenwood Interim National Bank and title of The National Bank of Greenwood; report transmitted to the Comptroller of the Currency on competitive factors. 1/
- Chicago NBD Bancorp, Inc., Detroit, Michigan, extension of time until August 27, 1984, within which to acquire Pontiac State Bank, Pontiac, Michigan. 1/
- Chicago First Sioux Bancshares, Ltd., Sioux Center, Iowa, extension of time until September 3, 1984, within which to become a bank holding company through the acquisition of The First National Bank of Sioux Center, Sioux Center, Iowa. 1/
- Chicago Mahaska Investment Company, Oskaloosa, Iowa, extension of time to August 29, 1984, within which to acquire the Mahaska State Bank, Oskaloosa, Iowa. 1/
- St. Louis Bank of Cairo and Moberly, Moberly, Missouri, to make an additional investment in bank premises. 1/

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

ACTIONS OF THE BOARD - Continued

| | |
|---------------|---|
| St. Louis | Farmers and Merchants National Bank of Carlinville, Carlinville, Illinois, proposal to merge with FMBC National Bank, Carlinville, Illinois; report transmitted to the Comptroller of the Currency on competitive factors. <u>1/</u> |
| Kansas City | Commercial Bank of Sterling, Sterling, Colorado, to invest in bank premises. <u>1/</u> |
| Kansas City | Starr Valley State Bank, Afton, Wyoming, to invest in bank premises. <u>1/</u> |
| Kansas City | First Place Financial Corporation, Farmington, New Mexico, extension of time until September 5, 1984, within which to consummate the acquisition of First National Bank of Farmington, Farmington, New Mexico. <u>1/</u> |
| Kansas City | FSC Bancshares, Inc., Cameron, Missouri, extension of time until June 30, 1984, within which to consummate the acquisition of Farmers State Bank of Cameron, Cameron, Missouri. <u>1/</u> |
| Kansas City | Home Bancshares, Inc., Erie, Kansas, extension of time until July 5, 1984, within which to consummate the acquisition of Erie Bankshares, Inc., Erie, Kansas. <u>1/</u> |
| Kansas City | Financial Bancshares, Inc., Lavista, Nebraska, extension of time until June 14, 1984, within which to consummate the acquisition of the Bank of Nebraska, Lavista, Nebraska. <u>1/</u> |
| Dallas | Coronado Bancshares, Inc., El Paso, Texas, extension of time until July 23, 1984, within which to consummate the proposal involving Coronado Life Insurance Company, El Paso, Texas. <u>1/</u> |
| San Francisco | BKLA Merger Corp., Los Angeles, California, proposed merger with Bank of Los Angeles, Los Angeles, California, under the charter and title of the latter; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u> |
| San Francisco | Thunderbird Capital Corporation, Phoenix, Arizona, extension of time until September 29, 1984, within which to become a bank holding company through the acquisition of Thunderbird Bank, Phoenix, Arizona. <u>1/</u> |

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

ACTIONS OF THE BOARD - Continued

| | |
|------------------|--|
| San Francisco | Burlingame Bancorp, Burlingame, California, extension of time until September 6, 1984, within which to become a bank holding company through the acquisition of Burlingame Bank & Trust Co., Burlingame, California. <u>1/</u> |
| San Francisco | Bank of Cochise, Sierra Vista, Arizona, proposed merger with the United Bank of Arizona, Phoenix, Arizona, under charter and title of the latter; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u> |
| San Francisco | Conejo Valley National Bank, Thousand Oaks, California, proposed purchase of the Camarillo, California branch of Lloyds Bank California, Los Angeles, California, under the charter and title of the former; report transmitted to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u> |

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 Act

Approved

Chicago Chemical Bank and Trust Company, Midland, Michigan. To establish two EFT's at 2200 W. Salzburg Road, Auburn, Michigan and at 3901 S. Saginaw Road, Midland, Michigan. 1/

Kansas City Mountain Valley Bank, Conifer, Colorado. To establish an automated teller machine to be located at Conifer Village Shopping Center, 10780 U.S. Highway 285, Conifer, Colorado. 1/

* * * * *

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

Not Disapproved

Minneapolis Belfield Bancshares, Inc., Belfield, North Dakota. 1/

Dallas Houston American Financial Corporation, Houston, Texas. 1/

* * * * *

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

Approved

San Francisco Bank of America NT&SA, San Francisco, California: grants consent for a modification of the condition imposed by the Board relating to the ownership of an equity interest in Savannah Bank of Nigeria.

Sixty-Day Notification Period Allowed to Expire

New York Citibank, N.A., New York, New York: no objection to establish initial branches in Lisbon and Oporto, Portugal.

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

ACTIONS OF THE BOARD - Continued

New York Citibank Overseas Investment Corporation, Wilmington, Delaware: no objection to make an additional investment in Diners Club de Mexico, S.A. de C.V., Mexico City, Mexico.

San Francisco Bank of America NT&SA, San Francisco, California: no objection to increase its existing subordinated loan to European Brazilian Bank Ltd., London, England.

* * * * *

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

San Francisco Approved
The Pacific Bank, N.A., San Francisco, California: requests consent to establish a branch in Grand Cayman, Cayman Island, British West Indies.

* * * * *

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

Dallas Withdrawn
Spring Hill Financial Corporation, Longview, Texas, for approval to acquire 80 percent of the voting shares of Spring Hill State Bank, Longview, Texas. 1/

Richmond Returned
Potomac Bankshares Company, Dumfries, Virginia, for approval to acquire 38.06 percent of the voting shares of The Prince William Bank, Dumfries, Virginia. 1/

San Francisco Guardian Bancorp, Inc., Phoenix, Arizona, for approval to acquire 100 percent of the voting shares of Guardian Bank, Phoenix, Arizona, a proposed new bank. 1/

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

ACTIONS OF THE BOARD - Continued

| | <u>Approved</u> |
|-----------|---|
| Boston | Bar Harbor Bankshares, Bar Harbor, Maine, for approval to acquire at least 85 percent of the voting shares of Bar Harbor Banking and Trust Company, Bar Harbor, Maine. <u>1/</u> |
| Boston | Grand Bank Corporation, Marblehead, Massachusetts, for approval to acquire 100 percent of the voting shares of The National Grand Bank of Marblehead, Marblehead, Massachusetts. <u>1/</u> |
| Boston | Union Bankshares Company, Ellsworth, Maine, for approval to acquire 85 percent of the voting shares of Union Trust Company of Ellsworth, Ellsworth, Maine. <u>1/</u> |
| Richmond | F&M Financial Corporation, Granite Quarry, North Carolina, for approval to acquire 100 percent of the voting shares of the successor by merger to Farmers & Merchants Bank, Granite Quarry, North Carolina. <u>1/</u> |
| Atlanta | First Etowah Bancorp, Inc., Glencoe, Alabama, for approval to acquire 100 percent of the voting shares of First Citizens Bank of Etowah, Glencoe, Alabama. <u>1/</u> |
| Atlanta | Five Flags Banks, Inc., Pensacola, Florida, for approval to acquire 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. <u>1/</u> |
| Atlanta | Universal Bancorp, Inc., Miami, Florida, for approval to acquire 100 percent of the voting shares of Universal National Bank, Miami, Florida, a proposed new bank. <u>1/</u> |
| Chicago | VALLEY BANC SERVICES CORP., Antioch, Illinois, for approval to acquire 82 percent of the voting shares of Hinckley State Bank, Hinckley, Illinois. <u>1/</u> |
| St. Louis | Carlinville National Bank Shares, Inc., Carlinville, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to The Carlinville National Bank, Carlinville, Illinois. <u>1/</u> |
| St. Louis | Morganfield National Service Corp., Morganfield, Kentucky, for approval to acquire 100 percent of the voting shares of Morganfield National Bank, Morganfield, Kentucky. <u>1/</u> |

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

ACTIONS OF THE BOARD - Continued

Minneapolis Bitterroot Holding Company, Lolo, Montana, for approval to acquire 100 percent of the voting shares of Bitterroot Valley Bank, Lolo, Montana.

Kansas City First Colorado Bankshares, Inc., Englewood, Colorado, for approval to acquire 100 percent of the voting shares of National Bank of Arapahoe, Englewood, Colorado. 1/

Kansas City First Flo Corporation, Florence, Colorado, for approval to acquire at least 85.5 percent of the voting common shares of the First National Bank of Florence, Florence, Colorado. 1/

Dallas New Dumas Bancshares, Inc., Dumas, Texas, for approval to acquire 100 percent of the voting shares of Moore Bancshares Corporation, Dumas, Texas, and indirectly First State Bank of Dumas, Dumas, Texas. 1/

San Francisco Griffin Holdings, Inc., Los Angeles, California, for approval to acquire 100 percent of the voting shares of First Women's Bank of California, Los Angeles, California. 1/

* * * * *

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

Chicago Withdrawn
Michigan National Corporation, Bloomfield Hills, Michigan, for approval to acquire 100 percent of the voting shares of MNC Bank, Rapid City, South Dakota, a proposed new bank.

Chicago Approved
NOR-EVAN CORPORATION, Evanston, Illinois, for approval to acquire 80 percent of the voting shares of The Elgin National Bank, Elgin, Illinois. 1/

Chicago Rainwood Corporation, Omaha, Nebraska, for approval to acquire 100 percent of the voting shares of Forest City Limited, Forest City, Iowa and indirectly acquire 86.75 percent of Forest City Bank & Trust Company, Forest City, Iowa.

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

ACTIONS OF THE BOARD - Continued

- St. Louis Central Banc System, Inc., Granite City, Illinois, for approval to acquire 100 percent of the voting shares of The Farmers & Merchants National Bank of Carlinville, Carlinville, Illinois. 1/
- St. Louis First Banc, Inc., (formerly First Illinois Bancorp, Inc.) Manchester, Missouri, for approval to acquire at least 80 percent of the voting shares of University Bank of Carbondale, Carbondale, Illinois. 1/
- Minneapolis Minnesota Asset Management Corporation, St. Louis Park, Minnesota, for approval to acquire 94.1 percent of the voting shares of Summit State Bank of Richfield, Richfield, Minnesota. 1/
- Dallas National Bancshares Corporation of Texas, San Antonio, Texas, for approval to acquire 100 percent of the voting shares of Parkdale Bank, Corpus Christi, Texas.

* * * * *

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

- Kansas City Gibbon Exchange Company, Gibbon, Nebraska, for approval to acquire the assets of L.T. Osborn Realty Co., Gibbon, Nebraska, and thereby expand its general insurance activities. 1/

Permitted

- Richmond Dominion Bankshares Corporation, Roanoke, Virginia, notification of intent to engage in de novo activities (performing real estate appraisals) serving the United States, through its subsidiary, Dominion Bankshares Mortgage Corporation (5/21/84) 3/

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

ACTIONS OF THE BOARD - Continued

- Atlanta Bank South Corporation, Atlanta, Georgia, notification of intent to engage in de novo activities (in consumer and commercial mortgage finance activities, including the extension of mortgage loans to consumer and commercial borrowers; to provide real estate services to its affiliated banks and to its non-banking affiliate, Bank South Mortgage, Inc.; and acting as agent for sales of life and health and accident insurance directly related to its extensions of credit) these activities would be conducted within the continental United States, through its subsidiary, Bank South Home Equity, Inc. (5/26/84) 3/
- Atlanta First National Bank Holding Corporation, Pensacola, Florida, notification of intent to engage in de novo activities (in consumer and commercial finance activities, including extension of loans, processing of loan applications, discount of installment notes, contracts and mortgages; servicing such loans for others; and making leases of personal property in accordance with the Board's Regulation Y) at 3300 North Pace Boulevard, Pensacola, Florida, serving all 50 States, through its subsidiary, First Banker's Mortgage Corporation (5/19/84) 3/
- Chicago First of America Bank Corporation, Kalamazoo, Michigan, notification of intent to engage in de novo activities (underwriting as reinsurer, credit life and credit disability insurance which is directly related to extensions of credit by the credit extending affiliates of First of America Bank Corporation) this activity would be conducted from an office in Phoenix, Arizona, through its subsidiary, First of America Insurance Company (4/23/84) 3/
- Chicago First Community Bancorp, Inc., Rockford, Illinois, notification of intent to engage in de novo activities (in the underwriting or reinsurance of credit life and credit accident and health insurance) these activities would be performed in the State of Illinois, principally the Rockford metropolitan area, through its subsidiary, First Community Credit Insurance Company (4/16/84) 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

Minneapolis Norwest Corporation, Minneapolis, Minnesota, notification of intent to engage in de novo activities (in investment and financial advisory activities) at 1200 Peavey Building, Minneapolis, Minnesota, serving the continental United States, through its subsidiary, Norwest Advisors, Inc. (5/19/84) 3/

San Francisco First Interstate Bancorp, Los Angeles, California, notification of intent to engage in de novo activities (mortgage banking activities) serving the entire United States, through its subsidiary, First Interstate Mortgage Company (5/20/84) 3/

* * * * *

Redemption of Shares

Minneapolis Belfield Bancshares, Inc., Belfield, North Dakota. 1/

Dallas Northwest Financial Corporation, Fort Worth, Texas. 1/

* * * * *

Agreement Filed Pursuant to Section 8
of the Securities Exchange Act of 1934

New York Fuji Bank Ltd., Tokyo, Japan, and its New York agency have filed an agreement with the Federal Reserve Bank of New York (which is authorized to accept such agreements on behalf of the Board of Governors under delegated authority) undertaking to comply with all provisions which relate to the use of credit to finance transactions in securities.

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

Cleveland Fifth Third Bank, Cincinnati, Ohio. To establish a
branch at Mason-Montgomery Road at Governor's Hill
Drive, Symmes Township, Hamilton County, Ohio. 2/

Chicago The Bank of Illinois in Normal, Normal, Illinois. To
establish a banking facility at the northeast corner
of Morrissey Drive (U.S. Route 150) and Veterans
Parkway, Bloomington, Illinois. 2/

San
Francisco Twin Falls Bank & Trust Company, Twin Falls, Idaho.
To locate a branch at Pole Line Road and Blue Lakes
Boulevard North, Twin Falls, Idaho. 2/

* * * * *

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

Richmond Bank of Virginia, Richmond, Virginia, to merge with The
Bank of Montross, Montross, Virginia. 2/

Chicago Millbrook-Newark Bank, Newark, Illinois, to merge with
Republic Bank of Newark, Newark, Illinois. 2/

* * * * *

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

Chicago Republic Bank of Newark, Newark, 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

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 The First National Bank of Boston, Boston, Massachusetts:
prior notification of intent of its Edge subsidiary,
Boston Overseas Financial Corporation, to make an
additional investment in Boston Trust & Savings Limited,
England, a wholly-owned subsidiary.

* * * * *

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

New York Somerset Bancorp, Inc., Somerville, New Jersey, for
approval to acquire at least 80 percent of the voting
shares of Somerset Trust Company, Somerville, New
Jersey. 2/

Richmond Old Point Financial Corporation, Hampton, Virginia, for
approval to acquire 100 percent of the voting shares
of the successor by merger to The Old Point National
Bank of Phoebus, Phoebus, Virginia. 2/

Atlanta Auburn National Bancorporation, Auburn, Alabama, for
approval to acquire 100 percent of the voting shares
of Auburn National Bank of Auburn, Auburn, Alabama. 2/

Atlanta First Fayette Bancshares, Inc., Fayette, Alabama, for
approval to acquire 100 percent of the voting shares
of The First National Bank of Fayette, Fayette, Alabama. 2/

Chicago Alden Bancshares Company, Alden, Iowa, for approval to
acquire 94.3 percent of the voting shares of Alden
State Bank, Alden, Iowa. 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

- Chicago Capital Bancorporation of Illinois, Clayton, Missouri, for approval to acquire 50 percent or more of the voting shares of Central Illinois Banc Shares, Inc., Springfield, Illinois thereby indirectly acquiring Capitol Bank & Trust Company of Springfield, Springfield, Illinois. 2/
- Chicago First Community Financial Corp, Decatur, Indiana, for approval to acquire 100 percent of the voting shares of The First State Bank of Decatur, Decatur, Indiana. 2/
- Chicago Universal Corporation, Ypsilanti, Michigan, for approval to acquire 90 percent or more of the voting shares of The National Bank of Ypsilanti, Ypsilanti, Michigan. 2/
- Minneapolis Citizens Bancshares of Woodville, Inc., Woodville, Wisconsin, for approval to acquire at least 98.78 percent of the voting shares of Citizens State Bank of Woodville, Woodville, Wisconsin. 2/
- St. Louis First Farmers Bank Holding Company, Bardstown, Kentucky, for approval to acquire 100 percent of the voting shares of Farmers Bank & Trust Company, Bardstown, Kentucky. 2/
- Kansas City First Neodesha Bancshares, Inc., Neodesha, Kansas, for approval to acquire at least 80 percent of the voting shares of The First National Bank of Neodesha, Neodesha, Kansas. 2/
- Kansas City Nine Tribes Bankshares, Inc., Quapaw, Oklahoma, for approval to acquire at least 80 percent of the voting shares of The Bank of Quapaw, Quapaw, Oklahoma. 2/

* * * * *

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

- Chicago Americorp Financial, Inc., Rockford, Illinois, for approval to acquire at least 80 percent of the voting shares of First National Bank and Trust Company of Pekin, Pekin, 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

| | |
|---------------|---|
| Chicago | Charter 17 Bancorp, Inc., Richmond, Indiana, for approval to acquire at least 22 percent of the voting shares of Northwest National Bank, Rensselaer, Indiana. <u>2/</u> |
| Chicago | First Community Bank Group, Incorporated, Burlington, Wisconsin, for approval to acquire 100 percent of the voting shares of Bank of Albany, Albany, Wisconsin. <u>2/</u> |
| Chicago | J. E. Coonley Company, Dows, Iowa (formerly Dows Bancorporation), for approval to acquire 80 percent of the voting shares of Alden Bancshares Company, Alden, Iowa and indirectly acquire Alden State Bank, Alden, Iowa. <u>2/</u> |
| Chicago | Miami Corporation, Chicago, Illinois, for approval to acquire through its subsidiary Boulevard Bancorp, Chicago, Illinois, 100 percent of the voting shares of The First National Bank of Des Plaines, Des Plaines, Illinois. <u>2/</u> |
| Chicago | Somonauk FSB Bancorp, Inc., Somonauk, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to Millbrook-Newark Bank, Newark, Illinois. <u>2/</u> |
| St. Louis | Fourth National Corporation, Tulsa, Oklahoma, for approval to acquire 100 percent of the voting shares of United Bancshares, Incorporated, Tulsa, Oklahoma and indirectly acquire United Bank, Tulsa, Oklahoma. <u>2/</u> |
| St. Louis | Schmid Bros. Investment Company, Inc., St. Louis, Missouri & Financial Bancshares, Inc., St. Louis, Missouri, for approval to acquire at least 96 percent of the voting shares of Bank of Illmo, Scott City, Missouri. <u>2/</u> |
| Dallas | Fidelity Bancshares, Inc., Temple, Texas, for approval to acquire 100 percent of the voting shares of Waco State Bank, Waco, Texas, a proposed new bank. <u>2/</u> |
| San Francisco | Western Commercial, Fresno, California, for approval to acquire 100 percent of the voting shares of Merced Bank of Commerce, N.A., Merced, California, a proposed new bank. <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 - ContinuedTo Expand a Bank Holding Company Pursuant to Section
4(c)(8) of the Bank Holding Company Act of 1956

- New York Amsterdam-Rotterdam Bank, N.V., Amsterdam, The Netherlands, for approval to acquire, through its wholly-owned subsidiary, Pierson, Heldring & Pierson, N.V., 50 percent of the outstanding voting shares of Delfi Asset Management, Inc., Wilmington, Delaware.
- New York First National State Bancorporation, Newark, New Jersey, for approval to engage de novo in consumer lending and deposit-taking through First National State Bank (Greenwich), Greenwich, Connecticut and First National State Bank (Chevy Chase), Chevy Chase, Maryland.
- Cleveland First Commonwealth Financial Corporation, Indiana, Pennsylvania, notification of intent to engage in de novo activities (in (1) providing data processing and data transmission services, data bases or facilities [including data processing and data transmission hardware, software, documentation and operation personnel] for the internal operations of the holding company or its subsidiaries; (2) providing to others data processing and transmission services, facilities, data bases or access to such services, facilities, or data bases by any technologically feasible means, where: (a) data to be processed or furnished are financial, banking or economic, and the services are provided pursuant to a written agreement so describing and limiting the services; (b) the facilities are designed, marketed, and operated for the processing and transmission of financial, banking or economic data; and (c) hardware in connection therewith is offered only in conjunction with software designed and marketed for the processing and transmission of financial, banking or economic data, and where the general purposes hardware does not constitute more than 30 percent of the cost of any packaged offering) these activities would be conducted in the State of Pennsylvania, through its subsidiary, Commonwealth Systems Corporation (5/21/84)
- Richmond Equitable Bancorporation and The Maybaco Company, Baltimore, Maryland, notification of intent to engage in de novo activities (originating, purchasing, selling and servicing loans to third parties secured by real estate) in Towson Maryland, throughout the United States, through its subsidiary, E. B. Mortgage Corporation (5/24/84)

APPLICATIONS RECEIVED - Continued

- Richmond Suburban Bancorp, Bethesda, Maryland, for approval to engage de novo in consumer lending and deposit-taking through Suburban Bank/Washington, N.A., Washington, D. C. (5/11/84)
- Atlanta Pan American Banks, Inc., Miami, Florida, for approval to acquire 100 percent of the voting shares of Central Agency, Inc., Miami, Florida.
- Atlanta Peoples Holding Company, Winder, Georgia, notification of intent to engage in de novo activities (in leasing personal property or acting as agent, broker, or advisor in leasing such property; the issuance and sale at retail of money orders, savings bonds and travelers checks; the sale of credit life, credit accident and health insurance, and credit disability insurance directly related to an extension of credit by its subsidiary bank or directly related to the provision of other financial services by its subsidiary bank) at 100 South Broad Street, Winder, Georgia, through its subsidiary, TPB Leasing, Inc. (5/15/84)
- Chicago American Fletcher Corporation, Indianapolis, Indiana, notification of intent to engage in de novo activities (in making or acquiring loans or other extensions of credit for personal, family or household purposes, including loans secured by home equities, purchasing consumer installment sales finance contracts and, to the extent permitted by applicable state and Federal laws and regulations, acting as agent with respect to credit life and disability insurance on borrowing customers and insurance on property taken as collateral for loans and contracts made or purchased by such subsidiary) the foregoing activities will be conducted from offices in Indiana and Michigan, serving such States, through its subsidiary, American Fletcher Financial Services, Inc. (5/21/84)
- Chicago Comerica Incorporated, Detroit, Michigan, notification of intent to engage in de novo activities (in commercial and residential mortgage banking activities, acting as investment advisor to real estate investment trusts and/or to pension funds; furnishing general economic information and advice; origination, warehouse and sale of residential loans to long term investors; servicing or mortgage loans on behalf of long-term investors; and performing appraisals of real estate) in Birmingham, Michigan, the geographic scope will be the entire United States of America, through its subsidiary, Comerica Mortgage Corporation (5/21/84)

APPLICATIONS RECEIVED - Continued

| | |
|-------------|--|
| Chicago | First of America Bank Corporation, Kalamazoo, Michigan, notification of intent to engage in <u>de novo</u> activities (underwriting as reinsurer, credit life and credit disability insurance which is directly related to extensions of credit by the credit extending affiliates of First of America Bank Corporation) this activity would be conducted from an office in Phoenix, Arizona, through its subsidiary, First of America Insurance Company (3/23/84) |
| Chicago | First Community Bancorp, Inc., Rockford, Illinois, notification of intent to engage in <u>de novo</u> activities (in the underwriting or reinsurance of credit life and credit accident and health insurance) these activities would be performed in the State of Illinois, principally the Rockford metropolitan area, through its subsidiary, First Community Credit Insurance Company (3/16/84) |
| St. Louis | Colonial Bancshares, Inc., Des Peres, Missouri, for approval to acquire Guido Insurance Agency, Inc., St. Louis, Missouri. |
| St. Louis | First Exchange Corp., Jackson, Missouri, notification of intent to engage in <u>de novo</u> activities (in real estate appraisals) these activities will be conducted in the States of Missouri, Illinois, Kentucky and Arkansas (5/25/84) |
| St. Louis | The Union of Arkansas Corporation, Little Rock, Arkansas, notification of intent to engage in <u>de novo</u> activities (in providing securities brokerage services in accordance with applicable state and federal laws and regulations) these activities would be performed in the State of Arkansas, through its subsidiary, Union Investments, Inc. (5/24/84) |
| Kansas City | First Oklahoma Bancorporation, Inc., Oklahoma City, Oklahoma, for approval to acquire indirectly, 100 percent of the voting common stock of Holliday Mortgage Corporation, Tulsa, Oklahoma, and thereby expand its mortgage banking activities. |
| Dallas | Guaranty Bancshares, Inc., Mt. Pleasant, Texas, notification of intent to engage in <u>de novo</u> activities (to continue to engage <u>de novo</u> in leasing personal or real property pursuant to section 225.25(b)(5) of Regulation Y) in Mt. Pleasant, Texas, through a subsidiary, Guaranty Leasing Company, Inc. (5/17/84) |

APPLICATIONS RECEIVED - Continued

Dallas

Kilgore First Bancorp, Inc., Tyler, Texas, notification of intent to engage in de novo activities (would be a full-line NCR data processing company specifically formed for banking services needed by the Holding Company, its current subsidiaries, and any future subsidiaries, as well as providing data processing for East Texas Correspondent Banks; services rendered would include daily postings of commercial loans, installment loans, savings balances, DDA balances, time deposit balances, and general ledger trial balances; other services offered would include payroll ledgers, accounts receivable ledgers, accounts payable ledgers, and inventory ledgers if applicable for customer use; relevant provisions of Section 225.4(a) of Regulation Y being relied upon to engage in the proposed activity are Section 225.4(a)(8)(i) and (ii)) serving the United States, through its subsidiary, Bankers Computer Service, Inc., Longview, Texas (5/17/84)

San
Francisco

Alaska Pacific Bancorporation, Anchorage, Alaska, notification of intent to engage in de novo activities (in addition to the permissible activities in which Company and its subsidiaries are now authorized to engage under §225.4(a)(1) - Mortgage Lending, and §225.4(a)(3) - Loan Servicing, of Regulation Y, (12 CFR part 225) pursuant to prior approval of the Board, the company will expand activities under §225.4(a)(1) to include the wholesale and retail origination, sale, and servicing of term residential and commercial mortgage loans and residential and commercial interim construction mortgage loans both underwritten on either a whole loan sale or participation basis for other investors through Company's subsidiary Alaska Pacific Mortgage Company and its subsidiaries) at 101 West Benson Blvd., Anchorage, Alaska, and other branch offices in the areas to be served, in the geographic area of Alaska, initially, and subsequently in the rest of the United States but primarily in Washington, Oregon, and California; through its subsidiary, Alaska Pacific Mortgage Company and its subsidiaries, All Coast Financial, Inc. (5/21/84)

San
Francisco

BanCal Tri-State Corporation, San Francisco, California, notification of intent to engage in de novo activities (the company intends to provide corporate trust, special agency, stock transfer, custodial, securities clearance and other services for a market which consists of all corporations, public and private, that issue debt, issue commercial paper, transfer shares, and the like

APPLICATIONS RECEIVED - Continued

and generally perform functions or activities that may be performed by a trust (including activities of a fiduciary or custodial nature) in the manner authorized by federal and state law; the company will not be a bank and will not make loans or accept deposits other than as allowed by 12 C.F.R. 225.25 (b)(3)(i)-(iii)) the geographical area that will be served within the immediate short term, that is, the area from which business will be generated or extracted may include, subject to applicable State laws, markets in all 50 states, through its subsidiary, Bank of California New York Trust Company (5/18/84)

San
Francisco

BankAmerica Corporation, San Francisco, California, for approval to engage de novo in consumer lending through Bank of America, N.A., Phoenix, Arizona; Bank of America, N.A., Dallas, Texas; Bank of America, N.A., Miami, Florida; Bank of America, N.A., Atlanta, Georgia; Bank of America, N.A., Houston, Texas; Bank of America, N.A., Chicago, Illinois; Bank of America, N.A., Boston, Massachusetts; Bank of America, N.A., Las Vegas, Nevada; Bank of America, N.A., Albuquerque, New Mexico; Bank of America, N.A., New York, New York; Bank of America, N.A., Portland, Oregon; Bank of America, N.A., Salt Lake City, Utah; and Bank of America, N.A., Washington, D. C.

San
Francisco

BankAmerica Corporation, San Francisco, California, notification of intent to expand de novo activities (in the activities of financing or servicing such as would be done by a consumer, sales finance, credit card, mortgage, commercial finance and factoring company; operating an industrial bank, Morris Plan bank or industrial loan company, including the issuance of investment certificates provided, however, that such institutions will not both accept demand deposits and make commercial loans; leasing personal property and acting as agent, broker, or advisor in leasing such property; providing data processing and data transmission services, facilities, data bases, or access to such services, facilities or data bases by any technological means; offering credit-related life, accident and health, property and casualty insurance (such insurance activities to be limited by applicable law, including the Garn-St Germain Depository Institutions Act of 1982); underwriting as reinsurer such credit-related life and credit-related accident and health insurance; and the issuance and sale at retail of money orders and similar consumer type payment instruments having a face value of not more than \$1,000; the sale of United States

APPLICATIONS RECEIVED - Continued

savings bonds and the sale of travelers checks) these activities will be conducted throughout the United States from existing or de novo offices (except that underwriting as reinsurer credit-related insurance will not be conducted in the States of Alaska, Hawaii and New York), through one or more direct and indirect subsidiaries, existing or to be formed (5/17/84)

San
Francisco

First Interstate Bancorp, Los Angeles, California, to engage in the activity of establishing and operating consumers banks, through consumer lending and deposit-taking through First Interstate Bancard Company, N.A., Simi Valley, California.

San
Francisco

First Interstate Bancorp, Los Angeles, California, to engage in leasing activities, including leveraged lease transactions through its subsidiary, First Interstate Lease Investments Corporation, in a joint venture with Avidyne Financial Services Company, Pasadena, California.

San
Francisco

Rainier Bancorporation, Seattle, Washington, notification of intent to expand de novo activities (in activities including, but not limited to, making or acquiring for its own account and for the account of others, mortgage loans on residential properties; loans and other extensions of credit both secured and unsecured including, but not limited to consumer and business lines of credit, installment loans for personal, household and business purposes and other mortgage loans secured by real property; servicing loans and other extensions of credit for any person; selling mortgage loans in the secondary market; purchasing first and second mortgage loans from other lenders; acting as insurance agent for credit life insurance and credit accident and health insurance directly related to such lending, servicing and purchasing activities on a nation-wide basis, directly, and through existing subsidiaries including, but not limited to Rainier Financial Services Company, and subsidiaries yet to be formed) (5/1/84)

* * * * *

REPORTS RECEIVED

None.

APPLICATIONS RECEIVED - Continued

PETITIONS FOR RULEMAKING

None.