

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
H.2, 1984 No. 45

Actions of the Board; Applications and Reports
Received During the Week Ending November 10, 1984

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

The Board of Governors is requesting public comment on a proposal to assess different fees for certain checks deposited with the Reserve Banks for collection depending upon whether they are destined for high or low unit cost endpoints; comments must be received by January 11, 1985 (Docket No. R-0532)

Procedures to recover from originators of ACH transactions the value of debit float and to compensate them for the value of credit float generated as a result of Reserve Bank holiday schedules and the observance of non-standard holidays by depository institutions; letter sent to all Federal Reserve Banks.

The Board of Governors announced a technical modification in its extended credit program to permit the application of a flexible rate under certain conditions.

Boston

Connecticut Bank and Trust Company, National Association, Hartford, Connecticut, proposal to merge with Northern Connecticut National Bank, Windsor Locks, Connecticut; report to the Comptroller of the Currency on competitive factors. 1/

Boston

Peoples Savings Bank, Worcester, Massachusetts, proposed merger with the Northborough National Bank, Northborough, Massachusetts; report to the Federal Deposit Insurance Corporation on competitive factors. 1/

Boston

Merchants Bank, Burlington, Vermont, proposal to merge with Sterling Trust Company, Johnson, Vermont; 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

- New York Midlantic Banks Inc., Edison, New Jersey, extension of time to February 12, 1985, within which to acquire 24.9 percent of the shares of Statewide Bancorp, Toms River, New Jersey. 1/
- Philadelphia Upper Dauphin National Bank, Millersburg, Pennsylvania, proposal to merge The Tremont National Bank, Tremont, Pennsylvania, under the charter and title of Upper Dauphin National Bank; report to the Comptroller of the Currency on competitive factors. 1/
- Philadelphia Mid Penn Bank, Millerburg, Pennsylvania, proposal to merge with Tower City National Bank, Tower City, Pennsylvania, under the charter and title of Mid Penn Bank; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Cleveland Mercantile Bancorp, Inc., Moundsville, West Virginia, extension of time to January 30, 1985, within which to acquire 100 percent of the outstanding common stock of Mercantile Bank and Trust Company, Moundsville, West Virginia. 1/
- Richmond Northern Neck Bankshares Corporation, Warsaw, Virginia, extension of time to April 2, 1985, within which to become a bank holding company through the acquisition of the successor by merger to Northern Neck State Bank, Warsaw, Virginia. 1/
- Atlanta Southtrust Bank of Calhoun County, N.A., Anniston, Alabama, proposed merger with Peoples Bank of Anniston, Anniston, Alabama; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Bank of Tallasee, Tallasee, Alabama, proposed merger with Interim Bank of Elmore County, Tallasee, Alabama; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta First Bank of Lakeland, Lakeland, Florida, proposed merger with Lakeland Interim Bank, Lakeland, Florida; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta First State Bank and Trust Company, Albany, Georgia, proposed merger with Citizens Bank and Trust Company, Bainbridge, Georgia; 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

- Atlanta First National Bank of Florida, Tampa, Florida, proposed merger with First Gulf Beach Bank and Trust Company, St. Petersburg Beach, and First Bank and Trust Company, Belleair Bluffs, Florida; report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta Colonial Bank of North Alabama, Huntsville, Alabama, proposed merger with Bank of Moulton, Moulton, Alabama; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Atlanta Hartford Financial Corporation, Hartford, Alabama, extension of time to February 1, 1985, within which to become a bank holding company through acquisition of City Bank of Hartford, Hartford, Alabama. 1/
- Chicago Second American National Bank of Muncie, Muncie, Indiana, proposal to merge with American National Bank and Trust Company of Muncie, Muncie, Indiana, under the charter of Second American National Bank of Muncie and title of American National Bank and Trust Company of Muncie; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago FM National Bank, Paxton, Illinois, proposal to merge with Farmers-Merchants National Bank of Paxton, Paxton, Illinois, under the charter of FM National Bank and title of Farmers-Merchants National Bank of Paxton; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Suring State Bank, Suring, Wisconsin, proposal to merge with New Suring State Bank, Suring, Wisconsin, under the charter of The Suring State Bank, and title of American Bank of Oconto County, report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Suring State Bank, Suring, Wisconsin, proposal to merge with The First National Bank of Oconto, Oconto, Wisconsin, under the charter of The Suring State Bank, and title of American Bank of Wisconsin; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago First National Bank of Chicago, Chicago, Illinois, extension of time to November 18, 1985, within which to convert Banco Arfina to Buenos Aires, Argentina, branch of First National Bank of Chicago. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis Unibancorp, Loogootee, Indiana, extension of time to February 8, 1985, within which to become a bank holding company through the acquisition of the Union Bank, Loogootee, Indiana. 1/
- Kansas City FirstBank Holding Company of Colorado, Lakewood, Colorado, extension of time to February 6, 1985, within which to commence insurance activities through Colorado FirstBank Life Insurance Company. 1/
- Dallas New Electra Bank, Electra, Texas, proposed merger with Electra State Bank and Trust Co., Electra, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas New Moran Bank, Moran, Texas, proposed merger with Moran National Bank, Moran, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas New Conroe State Bank, Conroe, Texas, proposal to merge with Conroe Bank, N.A., Conroe, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/.
- Dallas New Willis State Bank, Willis, Texas, proposed merger with Willis Bank, Willis, Texas; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Jackson Parish Bank, Jonesboro, Louisiana, proposed merger with New Jackson Parish Bank, Jonesboro, Louisiana; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Minden Bancshares, Inc., Minden, Louisiana, extension of time to February 15, 1985, within which to acquire Minden Bank & Trust Company, Minden, Louisiana. 1/
- Dallas Interfirst Corporation, Dallas, Texas, extension of time to February 8, 1985, within which to acquire Interfirst Bank Westlake, N.A., Austin, Texas. 1/
- Dallas Interfirst Corporation, Dallas, Texas, extension of time to February 8, 1985, within which to acquire Interfirst Bank North, Austin, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas Interfirst Corporation, Dallas, Texas, extension of time to January 15, 1985, within which to acquire Interfirst Bank West Beaumont, N.A., Beaumont, Texas. 1/
- Dallas Catlan Corporation, Amarillo, Texas, extension of time to January 31, 1985, within which to acquire Preston North National Bank, Dallas, Texas. 1/
- San Francisco First Interstate Bank of California, Los Angeles, California, extension of time to October 26, 1985, within which to establish a branch office in the vicinity of the intersection of Diamond Bar Boulevard and Grand Avenue in the unincorporated community of Diamond Bar, Los Angeles County, California. 1/
- San Francisco Citizens Western Subsidiary, San Diego, California, proposed merger with Citizens Western Bank, San Diego, California, under the charter and title of the latter; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco Forum Park Bancorp, Inglewood, California, extension of time to February 5, 1985, within which to acquire First Bank of Inglewood, Inglewood, California, a proposed new bank. 1/
- San Francisco Centennial Beneficial Corp., Orange, California, extension of time to February 20, 1985, within which to acquire Sunwest Bank, Tusin, California. 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

- Philadelphia The Bank of New Jersey, Camden, New Jersey. To establish a branch office to be located at 117 West Main Street, Moorestown, New Jersey. 1/
- Cleveland The Fifth Third Bank, Cincinnati, Ohio. To establish a branch office at 111 Merchant Street, Cincinnati, Ohio. 1/
- Atlanta The Peoples Bank and Trust Company, Selma, Alabama. To establish a branch at the southeast corner of the intersection of Highway 22 and Oak Street, Plantersville, Alabama. 1/
- San Francisco Guardian State Bank, Salt Lake City, Utah. To establish a branch office to be located at 6890 South Highland Drive (20th East), Salt Lake City, Utah. 1/

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

Approved

- San Francisco First American Bank, Salt Lake City, Utah. 1/

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

Not Disapproved

- Richmond Miner's and Merchant's Bank and Trust Company, Grundy, Virginia. 1/

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

ACTIONS OF THE BOARD - Continued

International Investments and Other Actions Approved
Pursuant to Sections 25 and 25(a) of the Federal
Reserve Act and Sections 4(c)(9) and 4(c)(13) of the Bank
Holding Company Act of 1956, as amended

Approved

- New York Bankers International Corporation, New York, New York: grants consent to amend articles THIRD AND TENTH of its articles of association to relocate Edge's home office in New York City and to reduce the number of directors required to constitute a quorum from a majority to one-third of the members of its board of directors.
- New York The Summit Bancorporation, Summit, New Jersey: grants consent to retain indirectly an interest in International Trading Corporation, an export trading company, a nonbank subsidiary of Ultra Bancorporation, Bridgewater, New Jersey.

Forty-Five Day Notification Allowed to Expire

- Boston The First National Bank of Boston, Boston, Massachusetts: no objection to invest in Bank of Boston Canada, Toronto, Ontario, Canada.
- New York Mellon Bank International, New York, New York: no objection to establish a de novo office of its 51 percent owned subsidiary, Mellon-Pictet International Management, Ltd., Nassau, Bahamas, in New York, New York.

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

Returned

- Atlanta First American Bancshares, Inc., New Orleans, Louisiana, for approval to acquire at least 95.07 percent of the voting shares of American Bank & Trust Company, New Orleans, Louisiana.
- Dallas BancCentral Bancorp, Inc., Amarillo, Texas, for approval to acquire at least 80 percent of the voting shares of BancCentral, Amarillo, Texas.

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

ACTIONS OF THE BOARD - Continued

- Dallas Carlsbad National Bancshares, Inc., Hobbs, New Mexico, for approval to acquire 100 percent of the voting shares of The Carlsbad National Bank, Carlsbad, New Mexico.
- Dallas Sealy State Bancshares, Inc., Sealy, Texas, for approval to acquire at least 80 percent of the voting shares of Citizens State Bank, Sealy, Texas.
- Dallas Southshares, Inc., Laredo, Texas, for approval to acquire at least 80 percent of the voting shares of South Texas National Bank of Laredo, Laredo, Texas.
- San Francisco Columbia Bancorp, Inc., Avondale, Arizona, for approval to acquire 100 percent of the voting shares of Columbia Bank, Avondale, Arizona, a proposed new bank.
- Boston Approved
Ocean National Corporation, Kennebunk, Maine, for approval to acquire 100 percent of the voting shares of The Ocean National Bank of Kennebunk, Kennebunk, Maine. 1/
- Cleveland Cortland Bancorp., Cortland, Ohio, for approval to acquire 100 percent of the voting shares of Cortland Savings and Banking Company, Cortland, Ohio. 1/
- Atlanta Southern Bank Corp., Inc., Tallahassee, Florida, for approval to acquire 100 percent of the voting shares of The Southern Bank of Tallahassee, Tallahassee, Florida. 1/
- Chicago BW Bancshares, Inc., Warrensburg, Illinois, for approval to acquire at least 80 percent of the voting shares of Community Bank of Warrensburg, Warrensburg, Illinois. 1/
- Chicago Clintonville Bancshares, Inc., Clintonville, Wisconsin, for approval to acquire at least 83 percent of the voting shares of Dairyman's State Bank, Clintonville, Wisconsin. 1/
- Chicago Plano Bancshares, Inc., Plano, Illinois, for approval to acquire 100 percent of the voting shares of Community Bank of Plano, Plano, Illinois. 1/
- St. Louis FSB Corporation, Sullivan, Indiana, for approval to acquire 100 percent of the voting shares of Farmers State Bank of Sullivan, Sullivan, Indiana. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis Junction City Bancshares, Inc., Junction City, Arkansas, for approval to acquire at least 89 percent of the voting shares of Union State Bank, Junction City, Arkansas. 1/
- St. Louis Mammoth Bancorp, Inc., Brownsville, Kentucky, for approval to acquire at least 85.7 percent of the voting shares of Brownsville Deposit Bank, Brownsville, Kentucky.
- St. Louis New Era Bancorporation, Inc., Fredericktown, Missouri, for approval to acquire 100 percent of the voting shares of New Era Bank, Fredericktown, Missouri. 1/
- Minneapolis Towner County Financial Corporation, Cando, North Dakota, for approval to acquire 100 percent of the voting shares of Towner County State Bank, Cando, North Dakota. 1/
- Kansas City Chariton County Bancshares, Inc., Brunswick, Missouri, for approval to acquire 100 percent of the voting shares of Chariton County Bank, Brunswick, Missouri (formerly Commerce Bank of Brunswick). 1/
- Kansas City Landmark Bancshares, Inc., Denver, Colorado, for approval to acquire at least 80 percent of the voting shares of Landmark National Bank, Denver, Colorado. 1/
- Kansas City Mid Continent Bancshares, Inc., Blue Springs, Missouri, for approval to acquire 100 percent of the voting shares of Jacomo Bancshares, Inc., Blue Springs, Missouri, and indirectly acquire 89.1 percent of the Bank of Jacomo, Blue Springs, Missouri; 100 percent of the Ray County Bancshares, Inc., Richmond, Missouri, and indirectly acquire 94.4 percent of Ray County Bank, Richmond Missouri. 1/
- Kansas City Rogers County Bank Holding Company, Claremore, Oklahoma, for approval to acquire 100 percent of the voting shares of Rogers County Bank, Claremore, Oklahoma. 1/
- Kansas City Sheridan Bancshares, Inc., Tulsa, Oklahoma, for approval to acquire 100 percent of the voting shares of Sunbelt Bank and Trust Company, Tulsa, Oklahoma.
- Dallas Austin Colony, Inc., Lake Jackson, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Lake Jackson, Lake Jackson, Texas. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas Crockett Bancshares, Inc., Crockett, Texas, for approval to acquire 100 percent of the voting shares of Crockett State Bank, Crockett, Texas. 1/
- Dallas Morton Financial Corporation, Morton, Texas, for approval to acquire at least 80 percent of the voting shares of Morton Bancshares, Inc., Morton, Texas, and indirectly acquire First State Bank, Morton, Texas. 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

- Atlanta Withdrawn
SouthTrust Corporation, Birmingham, Alabama, for approval to acquire at least 80 percent of the voting shares of The First National Bancorp of the South, Opp, Alabama and indirectly First National Bank of Andalusia, Andalusia, Alabama and First National Bank of the South, Opp, Alabama. 1/
- Atlanta Returned
First National Bankshares, Inc., Houma, Louisiana, for approval to acquire at least 50 percent of the voting shares of First American Bancshares, Inc., New Orleans, Louisiana, and indirectly American Bank & Trust Company, New Orleans, Louisiana.
- Chicago Illini Community Bancorp, Inc., Springfield, Illinois, for approval to acquire 100 percent of the voting shares of Sangamon Banc Shares, Inc., Springfield, Illinois and indirectly First State Bank of Danvers, Danvers, Illinois.
- Dallas University National Bancshares of San Antonio, Inc., San Antonio, Texas, for approval to acquire 100 percent of the voting shares of Union Bank, San Antonio, Texas.

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

ACTIONS OF THE BOARD - ContinuedApproved

- Boston Saver's Bancorp, Inc., Littleton, New Hampshire, for approval to acquire 51 percent of the voting shares of Belknap Bank & Trust, Belmont, New Hampshire. 1/
- New York The Summit Bancorporation, Summit, New Jersey, for approval to retain 100 percent of the Series A Cumulative, Convertible Preferred Stock of Ultra Bancorporation, Bridgewater, New Jersey, and indirectly The Peoples National Bank of Central Jersey, Piscataway, New Jersey and First National Bank of Central Jersey, Bridgewater, New Jersey. 1/
- Richmond CB&T Financial Corp., Fairmont, West Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to Clarksburg Community Bank, Clarksburg, West Virginia. 1/
- Richmond CB&T Financial Corp., Fairmont, West Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to Stonewall National Bank, Weston, West Virginia. 1/
- Chicago FIRST EVERGREEN CORPORATION, Evergreen Park, Illinois, for approval to acquire 100 percent of the voting shares of Clear Bancorp, Inc., Chicago, Illinois, and indirectly Clearing Bank, Chicago, Illinois. 1/
- Dallas National Bancshares Corporation of Texas, San Antonio, Texas, for approval to acquire 100 percent of the voting shares of Uvalde Bancshares, Inc., Uvalde, Texas, and indirectly The Uvalde Bank, Uvalde, Texas. 1/

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

- Dallas University National Bancshares of San Antonio, Inc., San Antonio, Texas, for approval to continue to engage through U.B.I. Life Insurance Company, San Antonio, Texas, in the activities of a credit insurance company, engaging in the underwriting of credit life, health and accident insurance policies.

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

ACTIONS OF THE BOARD - Continued

- Approved
- Minneapolis Norwest Corporation, Minneapolis, Minnesota, for approval to acquire the insurance agency activities of its subsidiary bank, Norwest Bank Two Harbors, N.A., Two Harbors, Minnesota, through its subsidiary, Norwest Agencies, Inc., Minneapolis, Minnesota.
- Permitted
- Richmond Sovran Financial Corporation, Norfolk, Virginia, notification of intent to engage in de novo activities (making direct consumer installment loans, secured and unsecured, to individuals; purchasing consumer installment sales finance contracts, extending direct loans to dealers for the financing of inventory [floor planning] and working capital purposes; making, acquiring and servicing, for its own account or for the account of others, loans secured principally by mortgages on real property and acting as agent for the sale of credit life and credit accident and health insurance and physical damage and property insurance, all of which are directly related to extensions of credit), these activities would be conducted from office at 313 North Berkeley Boulevard, Goldsboro, North Carolina and serve an area within a five-mile radius of that office, through its subsidiary, Sovran Credit Corporation, Elizabeth City, North Carolina (11/9/84) 3/
- Chicago Marine Corporation, Springfield, Illinois, notification of intent to engage in de novo activities (investment advice to already-established institutional customers of the Trust Department of Marine Bank of Springfield, portfolio investment advice to other individuals and commercial customers) company will serve customers throughout the State of Illinois, through its subsidiary, Marine Investment Management Company (11/9/84) 3/
- Chicago Marshall & Ilsley Corporation, Milwaukee, Wisconsin, notification of intent to engage in de novo activities (equipment leasing to business and manufacturing customers on a noncancellable full payout basis to purchase conditional sales contracts from equipment suppliers and manufacturers and to make chattel security loans on commercial and industrial equipment) these activities would be conducted in all 50 states at 161 West Wisconsin Avenue, Milwaukee, Wisconsin; Interstate Plaza Building #110, 16600 Sprague

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

ACTIONS OF THE BOARD - Continued

Road, Middleburg Heights, Ohio; 616 Enterprise Drive, Oak Brook, Illinois; 11901 Olive Boulevard, Suite 212, St. Louis, Missouri; 3040 Charlevoix Drive SE, Suite 101, Grand Rapids, Michigan and 2346 South Lynhurst Drive, Suite E-201G, Indianapolis, Indiana, through its subsidiary, First National Leasing Corp. (11/9/84) 3/

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin, notification of intent to engage in de novo activities (performing functions or activities that are ordinarily conducted by a trust company which include a fiduciary, agency, or custodial nature; accept deposits generated from trust funds; accept deposits as funds received in the capacity of managing agent, custodian, or escrow agent for an owner of or investor in real property, securities, personal property, or investment funds or in the capacity of a paying agent, dividend disbursing agent, or securities clearing agent [provided such deposits are not made to customer's general purpose account or interest bearing account]; and make call loans to securities dealers or purchase money market instruments [including certificates of deposit, commercial paper, government or municipal securities, and bankers acceptances]) these activities would be conducted in the State of Florida, through its subsidiary, Marshall & Ilsley Trust Company of Florida, N.A., 800 Laurel Oaks Drive, Naples, Florida (11/9/84) 3/

Chicago

Merchants National Corporation, Indianapolis, Indiana, notification of intent to engage in de novo activities (equity financing of commercial or industrial income-producing real estate) to be conducted in the States of Indiana, Michigan, Ohio, Kentucky, Illinois and Wisconsin, through its subsidiary, Merchants Mortgage Corporation of Indianapolis (11/8/84) 3/

Chicago

Merchants National Corporation, Indianapolis, Indiana, notification of intent to engage in de novo activities (equity financing of commercial or industrial income-producing real estate, originating mortgages on multi-family residential and commercial nonresidential properties; selling the mortgages to permanent investors; servicing the loans; and assisting developers and builders in obtaining construction loans and other types of development loans) to be conducted in the States of Indiana, Michigan, Ohio, Kentucky, Illinois and Wisconsin, through its subsidiary Mortgage Company of Indiana, Inc. (11/8/84) 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 Westlands Diversified Bancorp, Inc., Santa Ana, California, notification of intent to engage in de novo activities (in making or acquiring loans and other extensions of credit secured by real and personal property, primarily to small and medium size businesses and servicing such loans and extensions of credit) at 150 Los Robles Avenue, Pasadena, California, these activities would be conducted throughout the United States, through a subsidiary, CCB Business Credit, Inc. (11/7/84) 3/

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Redemption of Shares

Dallas First Hale Center, Inc., Hale Center, 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 RECEIVEDTo Establish a Domestic Branch Pursuant to
Section 9 of the Federal Reserve Act

- Chicago Chemical Bank and Trust Company, Midland, Michigan. to establish an offsite electronic facility within the Michigan Division of Dow Chemical, at 1000 E. Main St., Building 47, Midland, Michigan. 2/
- Atlanta First Georgia Bank, Atlanta, Georgia. To establish a branch located at 5120 Old National Highway, College Park, Georgia. 2/
- Richmond The Bank of Brunswick, Lawrenceville, Virginia. To establish a branch at 622 East Atlantic Street, South Hill, Virginia. 2/

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

- Richmond Bank of Virginia, Richmond, Virginia. To merge with Citizens Trust Company and Citizens Trust Bank, both of Portsmouth, Virginia. 2/
- San Francisco Valley Bank & Trust Company, Salt Lake City, Utah. To acquire the assets and assume the liabilities of the Heber City, Utah, branch of Valley Thrift & Loan, Salt Lake City, Utah. 2/

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

- Kansas City State Bank and Trust of Colorado Springs, Colorado Springs, Colorado. 2/
- Dallas Provident Bank - Denton, Denton, Texas. 2/
- Dallas First Bank of Muleshoe, Muleshoe, Texas. 2/

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

APPLICATIONS RECEIVED - Continued

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 Irving Trust Company, New York, New York: prior notification of its intent to acquire 40 percent of the voting shares of Turkiye Tutunculer Bankasi A.S., Izmir, Turkey.
- New York Ramapo Financial Corporation, Wayne, New Jersey, Ultra Bancorporation, Bridgewater, New Jersey and New Jersey National Corporation, Trenton, New Jersey: prior notification of its intent to invest in a de novo export trading company to be located in Jacksonville, Florida.
- Cleveland PNC International Bank, Pittsburgh, Pennsylvania: notification of its intent to make an additional investment in its wholly-owned subsidiary, PNC International Brasil, Limitada, Sao Paulo, Brazil.
- Chicago Marine Corporation, Milwaukee, Wisconsin: prior notification of its intent to establish a wholly-owned subsidiary, Marine Financial Services, Inc., St. Thomas, U. S. Virgin Islands, an export trading company.
- San Francisco Rainier Bancorporation and Rainier National Bank, both of Seattle, Washington: requests specific consent to extend the corporate existence of their Edge Act subsidiary, Rainier International Bank for a period twenty years commencing January 10, 1983.

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

- Richmond Community Bancorporation, Inc., Greenville, South Carolina, for approval to acquire 100 percent of the voting shares of Community Bank, Greenville, South Carolina. 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

- Richmond Highlands Bankshares, Inc., Petersburg, West Virginia, for approval to acquire 100 percent of the voting shares of the successor by merger to The Grant County Bank, Petersburg, West Virginia. 2/
- Atlanta Banco Del Pacifico, Guayas, Ecuador, for approval to acquire at least 50.02 percent of the voting shares of Pacific National Bank, Miami, Florida, a proposed new bank. 2/
- Atlanta Citizens Corporation, Eastman, Georgia, for approval to acquire 90 percent of the voting shares of Citizens Bank and Trust Company, Eastman, Georgia. 2/
- Atlanta City National Corporation, Sylacauga, Alabama, for approval to acquire at least 80 percent of the voting shares of City National Bank of Sylacauga, Sylacauga, Alabama. 2/
- Atlanta Southern Bank Corp., Inc., Tallahassee, Florida, for approval to acquire 100 percent of the voting shares of The Southern Bank of Tallahassee, Tallahassee, Florida. 2/
- Chicago Badger Bank Services, Inc., Cassville, Wisconsin, for approval to acquire at least 95 percent of the voting shares of Badger State Bank, Cassville, Wisconsin. 2/
- Chicago First Fontanelle Bancorporation, Fontanelle, Iowa, for approval to acquire at least 97.5 percent of the voting shares of First National Bank, Fontanelle, Iowa. 2/
- Chicago Lone Rock Bancorporation, Lone Rock, Illinois, for approval to acquire at least 99 percent of the voting shares of The Lone Rock Bank, N.A., Lone Rock, Iowa. 2/
- Chicago Water Tower Bancorp, Inc., Chicago, Illinois, for approval to acquire at least 80 percent of the voting shares of Water Tower Trust and Savings Bank, Chicago, Illinois. 2/
- St. Louis Star City Bancshares, Inc., Star City, Arkansas, for approval to acquire at least 80 percent of the voting shares of Bank of Star City, Star City, Arkansas. 2/
- Dallas Crockett Bancshares, Inc., Crockett, Texas, for approval to acquire 100 percent of the voting shares of Crockett State Bank, Crockett, Texas. 2/

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

APPLICATIONS RECEIVED - Continued

- Dallas Kingsland Bancshares, Inc., Kingsland, Texas, for approval to acquire at least 80 percent of the voting shares of Kingsland National Bank, Kingsland, Texas. 2/
- San Francisco Columbia Bancorp, Inc., Avondale, Arizona, for approval to acquire 100 percent of the voting shares of Columbia Bank, Avondale, Arizona, a proposed new bank.

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

- Philadelphia National Penn Bancshares, Inc., Boyertown, Pennsylvania, for approval to acquire at least 20 percent of the voting shares of Chestnut Hill National Bank, Philadelphia, Pennsylvania. 2/
- Philadelphia National Penn Bancshares, Inc., Boyertown, Pennsylvania, for approval to acquire at least 20 percent of the voting shares of National Bank of the Main Line, Wayne, Pennsylvania, a proposed new bank. 2/
- Cleveland Citizens Bancshares, Inc., Salineville, Ohio, for approval to acquire at least 51 percent of the voting shares of The Miners and Mechanics Savings and Trust Company, Steubenville, Ohio. 2/
- Richmond Old National Bancorp, Inc., Martinsburg, West Virginia, for approval to acquire 100 percent of the voting shares of The Empire National Bank of Clarksburg, Clarksburg, West Virginia. 2/
- Atlanta First Franklin Bancshares, Inc., Athens, Tennessee, for approval to acquire at least 80 percent of the voting shares of Riceville Bank, Riceville, Tennessee. 2/
- Chicago Cowden Bancorp, Inc., Springfield, Illinois, for approval to acquire 100 percent of the voting shares of Oakwood Bancorp, Inc., Springfield, Illinois and indirectly State Bank of Oakwood, Oakwood, 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 24.9 percent of the voting shares of Midwest National Corporation, Indianapolis, Indiana and indirectly Midwest National Bank, Indianapolis, Indiana. 2/
- Chicago Illini Community Bancorp, Inc., Springfield, Illinois, for approval to acquire 100 percent of the voting shares of Sangamon Banc Shares, Inc., Springfield, Illinois and indirectly First State Bank of Danvers, Danvers, Illinois. 2/
- Chicago The Marine Corporation, Milwaukee, Wisconsin, for approval to acquire 100 percent of the voting shares of Independence Bank Group, Inc., Waukesha, Wisconsin and indirectly Independence Bank Brookfield, Brookfield, Wisconsin; Independence Bank Elkhorn N.A., Elkhorn, Wisconsin; Independence Bank, Kenosha, N.A., Kenosha, Wisconsin; Independence Bank Madison, N.A., Monona, Wisconsin; Independence Bank New Berlin, New Berlin, Wisconsin; Independence Bank Oconomowoc, N.A., Oconomowoc, Wisconsin; Independence Bank Waukesha, N.A., Waukesha, Wisconsin; Independence Bank Wauwatosa, N.A., Wauwatosa, Wisconsin. 2/
- St. Louis First Kentucky National Corporation, Louisville, Kentucky, for approval to acquire at least 25 percent of the voting shares of The American National Bank & Trust Company, Bowling Green, Kentucky. 2/
- St. Louis State Holding Company, Sherwood, Arkansas, for approval to acquire at least 86.9 percent of the voting shares of Heber Springs State Bank, Heber Springs, Arkansas. 2/
- Minneapolis Farmers and Merchants Financial Services, Inc., St. Paul, Minnesota, for approval to acquire at least 81 percent of the voting shares of State Bank of Hanska, Hanska, Minnesota. 2/
- Dallas Community Bancorporation, Inc., Bellville, Texas, for approval to acquire 100 percent of the voting shares of The Waller Bank, N.A., Waller, Texas, a proposed new bank. 2/
- Dallas Provident Bancorp, Inc., Dallas, Texas, for approval to acquire 100 percent of the voting shares of Provident Bank-Denton, Denton, Texas, a proposed new bank. 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

San Francisco Alex Brown Financial Group, Sacramento, California, for approval to acquire 100 percent of the voting shares of Meridian Bancorp, Concord, California and indirectly Meridian National Bank, Concord, California. 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 Home National Corporation, Milford, Massachusetts, notification of intent to engage in de novo activities (processing of loan applications for approval by the mortgagee; preparation of documents relating to the mortgage loan including the mortgage, note, disclosure statements, and RESPA statements; billing and collection of payments disbursement of escrows for taxes and insurance; collection of delinquent accounts; and preparation of periodic reports to the mortgagee) at 221 Main Street, P.O. Box 1, Milford, Massachusetts, through its subsidiary, H.N.B. Service Corporation (11/7/84)

Philadelphia Fidelcor, Inc., Rosemont, Pennsylvania, notification of intent to engage in de novo activities (to service loans or other extensions of credit for its accounts and the accounts of others pursuant to 12 C.F.R. §225.25 (b)(1)) at 121 South Broad Street, 13th Floor, Philadelphia, Pennsylvania, the geographic area to be served is the United States of America, through its subsidiary, Latimer and Buck, Inc. (11/7/84)

Richmond First Bankshares, Inc., Barboursville, West Virginia, notification of intent to engage in de novo activities (acting as agent for the sale of credit life insurance sold in connection with extensions of credit by its bank subsidiary, The First State Bank) in Barboursville, West Virginia (11/6/84)

Chicago American Fletcher Corporation, Indianapolis, Indiana, notification of intent to engage in de novo activities (in making mortgage loans on 1-4 family residences for sale to other investors) in Lexington, Kentucky, serving Fayette, Bourbon, Jessamine, Woodford, Madison, Scott and Clard Counties, Kentucky, through its subsidiary, American Fletcher Mortgage Company, Inc. (11/8/84)

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

- Chicago Irwin Union Corporation, Columbus, Indiana, notification of intent to engage in de novo activities (acting as investment or financial advisor in providing portfolio investment advice, general economic information, industry studies and financial advice to clients) through its subsidiary, Irwin Union Associates, Columbus, Indiana (11/8/84)
- Chicago The Marine Corporation, Milwaukee, Wisconsin, for approval to acquire Independence Trust Company, Waukesha, Wisconsin and Independence Mortgage Company, Inc., New Berlin, Wisconsin.
- Minneapolis First Bank System, Inc., Minneapolis, Minnesota, notification of intent to engage in de novo activities (in operating discount brokerage services; the securities brokerage services will be restricted to buying and selling securities solely as agent for the accounts of customers; company may also offer other incidental services such as custodial services, individual retirement accounts, and cash management services; also in related securities credit activities pursuant to Regulation T) these activities will be conducted in the states of Minnesota, North Dakota, South Dakota, Wisconsin, Montana, Arizona and Florida, through its subsidiary, FBS Brokerage Services, Inc., Minneapolis, Minnesota (11/8/84)
- Kansas City Fourth National Corporation, Tulsa, Oklahoma, notification of intent to engage in de novo activities (advising clients as to the value of securities or as to the advisability of investing in, purchasing, or selling securities; offering a variety of advisory services to employee benefit plans and their fiduciaries and to individuals with investment needs; such advisory services will generally include advice as to the types of funding media available to provide benefits, general recommendations as to what portion of plan assets should be invested in various investment media, including securities, and, in some cases, recommendations regarding investments in specific securities or other investments; offering investment management or investment advisory services in the area of stocks, bonds, options, and cash equivalents) the market geographically will be the greater Tulsa area, growing into all of Oklahoma, and eventually a regional, surrounding states marketing program, through its subsidiary, Summit Money Managers (11/6/84)

APPLICATIONS RECEIVED - Continued

- Dallas MCORP, Dallas, Texas, notification of intent to engage in de novo activities (to perform functions or activities that may be performed by a trust company [including activities of a fiduciary, agency, or custodial nature], in the manner authorized by federal or state law including making loans and investments and taking deposits within the limits prescribed in Section 225.25(b)(3) of Reg. Y) through its subsidiary, MTRUST Corp., Dallas, Texas (11/7/84)
- Dallas Swiss Avenue Bankshares, Inc., Dallas, Texas, notification of intent to engage in de novo activities (making and servicing loans and other extensions of credit for its own account or for the account of others to include origination, purchase, or sale of industrial revenue bonds and other loans such as would be made by a mortgage or commercial finance company pursuant to Section 225.25(b)(1) of Regulation Y) (11/6/84)
- San Francisco Alex Brown Financial Group, Sacramento, California, for approval to acquire Meridian Mortgage Services, Inc., Concord, California, thereby engaging in mortgage lending and loan servicing activities.
- San Francisco Area Financial Corporation, Redwood City, California, notification of intent to engage in de novo activities (in mortgage lending and mortgage brokering, consisting of making and servicing loans for its own account and for the account of others; authority for such activities by a bank holding company is provided by 12 C.F.R. Section 225.25(b)(1)) at 900 Veteran Boulevard, Redwood City, California, through its subsidiary, Bay Area Mortgage Investments (11/5/84)
- San Francisco Bancorp Hawaii, Inc., Honolulu, Hawaii, to engage through its subsidiary, BHI Trust Limited (following merger of BHI Trust Limited with and into Hawaiian Trust Company Limited) in fiduciary and trust activities.
- San Francisco SDNB Financial Corp., San Diego, California, notification of intent to engage in de novo activities (in mortgage banking activities, including negotiating, making, acquiring, servicing, selling, buying and/or exchanging for its own account or for the account of others, promissory notes secured directly or collaterally by liens on real property or such extensions of credit as would be made by or arranged by a mortgage company) in San Diego, California, through its subsidiary, SDNB Mortgage Bankers (11/5/84)

APPLICATIONS RECEIVED - Continued

San Francisco Security Pacific Corporation, Los Angeles, California, for approval to engage de novo in deposit-taking through Security Pacific National Bank of Arizona, Phoenix, Arizona; Security Pacific National Bank of Colorado, Denver, Colorado; Security Pacific National Bank of Connecticut, East Hartford, Connecticut; Security National Bank of Florida, Orlando, Florida; Security Pacific National Bank of Georgia, Atlanta, Georgia; Security Pacific National Bank of Hawaii, Honolulu, Hawaii; Security Pacific National Bank of Illinois, Schaumburg, Illinois; Security Pacific National Bank of Massachusetts, Natick, Massachusetts; Security Pacific National Bank of Minnesota, Burnsville, Minnesota; Security Pacific National Bank of Nevada, Las Vegas, Nevada; Security Pacific National Bank of New Mexico, Albuquerque, New Mexico; Security Pacific National Bank of New York, White Plains, New York; Security Pacific National Bank of North Carolina, Charlotte, North Carolina; Security Pacific National Bank of Oregon, Portland, Oregon; Security Pacific National Bank of Pennsylvania, King of Prussia, Pennsylvania; Security Pacific National Bank of Texas (Dallas), Dallas, Texas; Security Pacific National Bank of Texas (Houston), Houston, Texas; Security Pacific National Bank of Utah, Salt Lake City, Utah; Security Pacific National Bank of Virginia, McLean, Virginia; Security Pacific National Bank of Washington, Bellevue, Washington.

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

New York Rabobank Nederland, Utrecht, Netherlands, has 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.

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APPLICATIONS RECEIVED - Continued

REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.