

ANNOUNCEMENT BY

**BOARD OF GOVERNORS OF THE
FEDERAL RESERVE SYSTEM**

H.2, 1987, No. 12

ACTIONS OF THE BOARD

**Applications and Reports Received
During the Week Ended March 21, 1987**

Request for comment by May 21, 1987, on a proposal to incorporate credit risks on interest rate and exchange rate contracts (including interest rate swaps) into the proposed risk-based capital measure for banks and bank holding companies (Docket R-0567).

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| Boston | Peterborough Bank, National Association, Peterborough, New Hampshire -- proposed merger with The First National Bank of Peterborough -- report to the Comptroller of the Currency on competitive factors. 1/ |
| Boston | BankEast Corporation, Manchester, New Hampshire -- extension to June 23, 1987, to acquire Royal/Grimm & Davis, New York, New York. 1/ |
| Boston | Community National Interim Bank, Glastonbury, Connecticut -- proposed merger with Community National Bank -- report to the Comptroller of the Currency on competitive factors. 1/ |
| New York | New WSB Savings Bank, New York, New York -- proposed merger with The Williamsburgh Savings Bank, Brooklyn, New York -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/ |
| New York | Saban S.A., Panama City, Panama -- extension to July 1, 1987, to acquire additional voting shares of Republic New York Corporation. 1/ |
| Philadelphia | Turbotville National Bancorp, Turbotville, Pennsylvania -- extension to become a bank holding company through acquisition of Turbotville National Bank. 1/ |

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

ACTIONS OF THE BOARD - Continued

Philadelphia Union Bank and Trust Company, Pottsville, Pennsylvania -- proposed merger with Pottsville Interim State Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/

Cleveland Wesbanco, Inc., Wheeling, West Virginia -- extension to June 17, 1987, to acquire Wirt County Bank, Elizabeth, West Virginia. 1/

Cleveland Mount Sterling National Holding Corporation, Mount Sterling, Kentucky -- extension to repurchase shares of its common stock. 1/

Cleveland Lorain County Bank, Elyria, Ohio -- investments in bank premises. 1/

Richmond Sovran Financial Corporation, Norfolk, Virginia -- extension to June 20, 1987, to engage de novo in fiduciary and other activities through Sovran Investment Corporation, Richmond, Virginia. 1/

Richmond Sovran Financial Corporation, Norfolk, Virginia -- extension to June 23, 1987, to engage in brokering options on U.S. government and agency securities through Sovran Investment Corporation, Richmond, Virginia. 1/

Richmond First Virginia Bank-Southside, Farmville, Virginia-- extension to September 15, 1987, to establish a branch at the Longwood Village Shopping Center. 1/

Atlanta FCB Corporation, Manchester, Tennessee -- extension to August 19, 1987, to acquire The Meltons Bank, Gassaway, Tennessee. 1/

Atlanta Jefferson Bancorp, Inc., Miami Beach, Florida -- extension to July 13, 1987, to acquire Jefferson National Bank, Boca Raton, Florida. 1/

Atlanta First Citizens Bank of Hohenwald, Hohenwald, Tennessee -- proposed merger with Union Planters Interim Bank of Hohenwald -- 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 Bank of Celina, Celina, Tennessee -- proposed merger with Citizen's Bank, Lafayette, Tennessee -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Canton Bancshares, Inc., Canton, Illinois -- extension to June 16, 1987, to become a bank holding company through acquisition of Canton State Bank. 1/
- Chicago Charlevoix County State Bank, Charlevoix, Michigan -- proposed consolidation with Round Lake State Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Milledgeville State Bank, Milledgeville, Illinois -- proposed merger with MSB Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Canton State Bank, Canton, Illinois -- proposed merger with Canton Interim State Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago River Grove Bank and Trust Company, River Grove, Illinois -- proposed merger with Interim River Grove Bank and Trust Company -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago First Interstate Bank of Wisconsin, New Berlin, Wisconsin -- proposed merger with Continental Bank & Trust Co., Milwaukee, Wisconsin -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Hasten Bancorp, Indianapolis, Indiana -- extension to July 31, 1987, to become a bank holding company through acquisition of H&H Financial Corporation, Kokomo, Indiana; First National Financial Corporation of Martinsville, Martinsville, Indiana; First Bank and Trust Company of Clay County, Indiana, Brazil, Indiana; Sullivan State Bank, Sullivan, Indiana; Peoples State Bank, Farmersburg, Indiana; and Farmers Banc, Inc., Tipton, Indiana. 1/

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

ACTIONS OF THE BOARD - Continued

- St. Louis Bank of Mississippi, Tupelo, Mississippi -- proposed merger with The American Bank, Vicksburg, Mississippi -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Minneapolis Metropolitan Bank Group, Inc., Bloomington, Minnesota -- extension to June 22, 1987, to acquire Metropolitan Bank Plymouth, Plymouth, Minnesota. 1/
- Minneapolis Norwest Corporation, Minneapolis, Minnesota -- extension to June 22, 1987, to engage in nonbanking activities through Norwest Financial Services, Inc., Des Moines, Iowa. 1/
- Kansas City Kaw Valley State Bank and Trust, Kansas City, Kansas -- proposed merger with Turner State Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Kansas City First Bank & Trust, Broken Bow, Oklahoma -- proposed acquisition of the assets and assumption of the liabilities of Wright City State Bank, Wright City, Oklahoma -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Kansas City Industrial State Bank, Kansas City, Kansas -- proposed merger with The Fidelity State Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas MBank Houston, N.A., Houston, Texas -- proposed merger with twelve subsidiaries of MCorp, Dallas, Texas -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Texas Commerce Bank-Dallas, N.A., Dallas, Texas -- proposed merger with eleven subsidiaries of Texas Commerce Bancshares, Inc., Houston, Texas -- report to the Comptroller of the Currency on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas MBank Brownsville, N.A., Brownsville, Texas -- proposed merger with MBank Harlingen, N.A., Harlingen, Texas -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Texas Commerce Bank, N.A., Houston, Texas -- proposed merger with twenty-five subsidiaries of Texas Commerce Bancshares, Inc., Houston, Texas -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Texas Commerce Bank-Corpus Christi, N.A., Corpus Christi, Texas -- proposed merger with Texas Commerce Bank-Gulfway, N.A. -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Texas Commerce Bank-Austin, N.A., Dallas, Texas -- proposed merger with Texas Commerce Bank-Barton Creek, N.A., and Texas Commerce Bank-Northcross, N.A. -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas MBank Euless, N.A., Euless, Texas -- proposed merger with MBank Arlington, Arlington, Texas and MBank Mansfield, Mansfield, Texas -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Central Bank, Monroe, Louisiana -- payment of a dividend. 1/
- Dallas City National Bank-Furneaux Creek, Carrollton, Texas -- proposed merger with City National Bank of Carrollton -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Harris County Bank-Houston, N.A., Houston, Texas -- proposed merger with Harris County Bank-Cy-Fair, N.A., and Harris County Bank-Northwest, N.A., -- report to the Comptroller of the Currency on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

- Dallas Texas Commerce Bank, N.A., Houston, Texas -- proposed merger with Texas Commerce Bank-River Oaks, N.A., -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Amtex Bancshares, Inc., Bridge City, Texas -- extension to November 5, 1987, to acquire Pavillion National Bank, Dallas, Texas. 1/
- Dallas Northwest Bank and Trust, Houston, Texas -- proposed merger with Industrial Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Landmark Bank of Fort Worth, Fort Worth, Texas -- proposed merger with Landmark Bank-Northwest, White Settlement, Texas -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Memorial Bank, National Association, Houston, Texas -- proposed merger with Wilcrest National Bank -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Hull State Bank, Hull, Texas -- proposed merger with Bank of the Trinity, N.A., Liberty, Texas -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas BancTEXAS Dallas National Association, Dallas, Texas -- proposed merger with BancTEXAS Carrollton National Association, Carrollton, Texas; BancTEXAS Quorum National Association, Dallas, Texas; BancTEXAS Richardson National Association, Richardson, Texas; and BancTEXAS White Rock National Association, Dallas, Texas -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas First City Bank-Valley View, Dallas, Texas -- proposed merger with First City Bank-Addison, Addison, Texas -- 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

- San Francisco United Security Bancorporation, Chewelah, Washington -- extension for USB Mortgage Company to engage **de novo** in mortgage lending activities.
- San Francisco Verde Valley Bancorp, Inc., Cottonwood, Arizona -- extension to become a bank holding company through acquisition of The Bank of Verde Valley. 1/
- San Francisco The Bank of Verde Valley, Cottonwood, Arizona -- extension to accomplish membership in the Federal Reserve System. 1/
- San Francisco San Diego Financial Corporation, San Diego, California -- extension to engage **de novo** in portfolio investment advisory services through San Diego Financial Capital Management, Inc. 1/
- San Francisco Wells Fargo, N.A., San Francisco, California -- proposed acquisition of the personal trust business of Bank of America, N.T. & S.A., San Francisco, California -- report to the Comptroller of the Currency on competitive factors. 1/
- San Francisco Home Federal Savings and Loan Association, San Diego, California -- proposed purchase of assets and transfer of certain liabilities of the Julian Branch of Bank of America N.T. & S.A., San Francisco, California -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

Withdrawn

- Dallas Bridgeport State Bank, Austin, Texas, a proposed new bank. (3/17/87)

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

ACTIONS OF THE BOARD - Continued**Establish a Domestic Branch Pursuant to Section 9
of the Federal Reserve Act****Approved**

- Cleveland Lorain County Bank, Elyria, Ohio -- to establish a branch office at the Commerce Plaza Shopping Center, on the corner of Berlin and Cleveland Road-East, Huron, Erie County, Ohio. 1/ (3/19/87)
- Cleveland Lorain County Bank, Elyria, Ohio -- to establish a branch office on the corner of Walker and Moore Roads, Avon Lake, Lorain County, Ohio. 1/ (3/19/87)
- Richmond F & M Bank, Richmond, Virginia -- to establish a branch at 4310 West Hundred Road, Chester, Virginia. 1/ (3/19/87)
- Atlanta Hanover Bank of Florida, Plantation, Florida -- to relocate its main office to 8211 W. Broward Boulevard, Plantation, Florida, in Hanover Plaza. 1/ (3/19/87)

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

- Minneapolis The Yellowstone Bank, Laurel, Montana -- to merge with Clark Fork National Bank, Fromberg, Montana. 1/ (3/19/87)

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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****Approved**

- San Francisco Standard Chartered PLC, Standard Chartered Bank, and Standard Chartered Overseas Holdings Limited, all of London, England, and their domestic holding company subsidiaries,

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

ACTIONS OF THE BOARD - Continued

Standard Chartered Holdings, Inc., and Union Bancorp, both of Los Angeles, California -- grants consent for retroactive and prospective additional investments in StanChart Export Trading Company, Long Beach, California. (3/17/87)

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

Approved

New York	Solvay Bank Corp., Solvay, New York, New York -- for approval to acquire 100 percent of the voting shares of Solvay Bank, Solvay, New York. 1/ (3/17/87)
Cleveland	CG Bancshares, Inc., Irvine, Kentucky -- for approval to acquire 100 percent of the voting shares of Citizens Guaranty Bank, Irvine, Kentucky. 1/ (3/20/87)
Richmond	Montgomery Bancorp, Inc., Bethesda, Maryland -- for approval to acquire 100 percent of the voting shares of Montgomery National Bank, Bethesda, Maryland. 1/ (3/16/87)
Kansas City	Cherokee Bancorp, Inc., Cherokee, Oklahoma -- for approval to acquire 100 percent of the voting shares of Alfalfa County Bancshares, Inc., Cherokee, Oklahoma, and indirectly Alfalfa County Bank, Cherokee, Oklahoma. 1/ (3/19/87)
Kansas City	Front Range Capital Corporation, Lafayette, Colorado -- for approval to acquire 100 percent of the voting shares of Bank VII, Lafayette, Colorado the successor to the conversion of Lafayette First Industrial Bank, Lafayette, Colorado, into a commercial bank. 1/ (3/19/87)
Kansas City	Heritage Bancorp Co., Cleveland, Oklahoma -- for approval to acquire 100 percent of the voting shares of The First National Bank of Cleveland, Cleveland, Oklahoma. 1/ (3/19/87)
Kansas City	United Bank Shares, Inc., Oklahoma City,

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

ACTIONS OF THE BOARD - Continued

Oklahoma -- for approval to acquire 100 percent of the voting shares of United Bank of Oklahoma, Oklahoma City, Oklahoma, a proposed new bank. 1/ (3/17/87)

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

Approved

Richmond	Century Bancshares, Inc., Washington, D.C. -- for approval to acquire 100 percent of the voting shares. 1/ (3/16/87)
Atlanta	Community Group, Inc., Jasper, Tennessee -- for approval to acquire 100 percent of the voting shares of Farmers Bank of Lawrence County, Lawrenceburg, Tennessee. 1/ (3/18/87)
St. Louis	The Wedge Holding Company, Alton, Illinois -- for approval to acquire at least 86.22 percent of the voting shares of Bethalto National Bank, Bethalto, Illinois. 1/ (3/17/87)
St. Louis	The Wedge Holding Company, Alton, Illinois -- for approval to acquire 100 percent of the nonvoting common shares of Brighton Bancshares, Inc, Brighton, Illinois and indirectly First National Bank of Brighton, Brighton, Illinois. 1/ (3/17/87)
Kansas City	Bonner Springs Bancshares, Inc., Bonner Springs, Kansas -- for approval to acquire 99.97 percent of the voting shares of First State Bank of Lansing, Lansing, Kansas. 1/ (3/19/87)

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

ACTIONS OF THE BOARD - Continued

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

Withdrawn

Richmond Dominion Bankshares Corporation, Roanoke,
Virginia -- for approval to merge with
Mid-Tennessee Bancorp, Inc., Ashland City,
Tennessee and indirectly acquire Ashland City
Bank and Trust Company, Ashland City,
Tennessee. 1/ (3/18/87)

Approved

Atlanta AmSouth Bancorporation, Birmingham, Alabama
-- for approval to acquire the successor by
merger to First Tuscaloosa Corporation,
Tuscaloosa, Alabama and indirectly The First
National Bank of Tuscaloosa, Tuscaloosa,
Alabama. (3/17/87)

Atlanta SunTrust Banks, Inc., Atlanta, Georgia, and
Third National Corporation, Nashville,
Tennessee -- to acquire SWG Financial
Enterprises, Inc., Morristown, Tennessee, and
indirectly Hamilton Bank of Morristown,
Morristown, Tennessee. (3/19/87)

Dallas Heights Bancshares, Inc., Harker Heights,
Texas -- for approval to merge with Capital
Peoples Bancshares, Inc., Lampasas, Texas and
indirectly United Peoples Bank, Lampasas,
Texas. 1/ (3/20/87)

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

Returned

Chicago Illinois Regional Bancorp, Inc., Elmhurst,
Illinois -- to engage *de novo* (making,
acquiring and/or servicing loans for itself
or for others of the type made by a mortgage
company) through its subsidiary, Illinois
Regional Mortgage Corporation, Elmhurst,
Illinois. 3/ (3/20/87)

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

3/ Notification processed by Reserve Bank on behalf of the
Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

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Approved

- New York The Chase Manhattan Corporation, New York,
New York -- to engage through Chase
Commercial Corporation, Englewood, New Jersey
-- to underwrite and deal in third-party
commercial paper to a limited extent.
(3/18/87)
- Philadelphia First Pennsylvania Corporation, Philadelphia,
Pennsylvania -- to engage in investment
advisory activities through its subsidiary,
Centre Square Investment Group, Inc.,
Philadelphia, Pennsylvania. 1/ (3/18/87)
- San Francisco United Security Bancorporation, Chewelah,
Washington -- for approval to acquire
Colville Insurance Service, Colville,
Washington. 1/ (3/16/87)
- San Francisco United Security Bancorporation, Chewelah,
Washington -- for approval to acquire Kettle
Falls Insurance, Kettle Falls, Washington.
1/ (3/16/87)

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Permitted

- Richmond Shawsville Bancorp, Inc., Shawsville,
Virginia -- to engage *de novo* (providing to
others financially related data processing
and data transmission services, facilities,
and data bases; or access to them). The
activity will be conducted in the state of
Virginia. 3/ (3/16/87)
- Chicago First Community Bancorp, Inc., Rockford,
Illinois -- to engage *de novo* (making,
acquiring and/or servicing loans for itself
or for others of the type made by a consumer
finance company) through its subsidiary,
First Community Financial Services Co.,
Rockford, Illinois. The geographic area to
be served will be the Rockford area and
throughout Winnebago and Boone Counties in
Illinois. 3/ (3/20/87)

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

3/ Notification processed by Reserve Bank on behalf of the
Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- Chicago National Bancorp, Inc., Melrose Park, Illinois -- to engage **de novo** (providing portfolio investment advice to any person; providing financial advice to state and local governments; providing management consulting services to depository institutions) 3/ (3/20/87)
- St. Louis Dixie Bancshares, Inc., Dukedom, Tennessee -- to engage **de novo** (selling credit life, disability, or involuntary unemployment insurance) 3/ (3/19/87)
- San Francisco First Interstate Bancorp, Los Angeles, California -- to expand the geographic scope of its wholly owned subsidiary, First Interest Capital Markets, Inc., Los Angeles, California, to include offices in London, England and Tokyo, Japan, and to continue to engage **de novo** (underwriting and dealing in obligations of the United States, general obligations of states and political subdivisions, and other obligations in which state member banks are authorized to underwrite and deal). 3/ (3/17/87)

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Redemption of Shares**Approved**

- Minneapolis ASB Bank Holding Company, Pierre, South Dakota. 1/ (3/18/87)
- Dallas Crosby Bancshares, Inc., Crosby, Texas. 1/ (3/20/87)

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

- Chicago First American Bank Group, Ltd., Fort Dodge, Iowa. 1/ (3/20/87)
- Kansas City Mancos Bancorporation, Inc., Mancos, Colorado. 1/ (3/17/87)

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

3/ Notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

APPLICATIONS RECEIVED**To Establish a Domestic Branch Pursuant to
Section 9 of the Federal Reserve Act****Received**

New York Tioga State Bank, Spencer, New York, New York
-- to open a banking office on the west side
of Upper North Avenue, and Carmichael Road,
Tioga County, New York. 2/

Cleveland Fifth Third Bank, Columbus, Ohio -- to
establish a branch at 2924 East Broad Street,
Columbus, Ohio. 2/

Cleveland Fifth Third Bank, Columbus, Ohio -- to
establish a branch at 140 East Wilson Bridge
Road, Worthington, Ohio. 2/

Richmond First Virginia Bank of Tidewater, Norfolk,
Virginia -- to establish a branch at the
Oyster Point Shopping Center, Jefferson
Avenue and Pilot House Drive, Newport News,
Virginia. 2/

Chicago The Farmers State Bank, Brookston, Indiana --
to establish a branch at 104 S. Railroad
Street, Battle Ground, Indiana. 2/

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

Chicago Security Bank Northeast, Richmond, Michigan
-- to merge with Security Bank of Almont,
Almont, Michigan. 2/

Minneapolis The Yellowstone Bank, Laurel, Montana -- to
merge with Clarks Fort National Bank,
Fromberg, Montana. 2/

Dallas First City Bank - Addison, Addison, Texas --
to merge with First City Bank - Valley View,
Dallas, 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

- Dallas Harris County Bank-Cy-Fair, N.A., Houston, Texas, Harris County Bank-Northwest, N.A., Houston, Texas -- to merge with Harris County Bank-Houston, N.A., Houston, Texas 2/
- Dallas Texas Commerce Bank-Barton Creek, N.A., Austin, Texas; Texas Commerce Bank-Northcross, N.A., Austin, Texas -- to merge with Texas Commerce Bank-Austin, N.A., Austin, Texas. 2/
- Dallas Texas Commerce Bank-Brookhollow, N.A., Dallas, Texas; Texas Commerce Bank-Campbell Centre, N.A., Dallas, Texas; Texas Commerce Bank-Casa Linda, N.A., Dallas, Texas; Texas Commerce Bank-Garland, Garland, Texas; Texas Commerce Bank-Hillcrest, Dallas, Texas; Texas Commerce Bank-Irving Boulevard, Irving, Texas; Texas Commerce Bank-Las Colinas, Irving, Texas; Texas Commerce Bank-Northwest, N.A., Dallas, Texas; Texas Commerce Bank-Park Central, N.A., Dallas, Texas; Texas Commerce Bank-Preston Royal, N.A., Dallas, Texas; Texas Commerce Bank-Quorum, N.A., Dallas, Texas -- to merge with Texas Commerce Bank-Dallas, N.A., Dallas, Texas. 2/
- Dallas Texas Commerce Bank-Gulfway, N.A., Corpus Christi, Texas -- to merge with Texas Commerce Bank-Corpus Christi, N.A., Corpus Christi, Texas. 2/
- Dallas Texas Commerce Bank-Airline, Houston, Texas; Texas Commerce Bank-Champions Park, N.A., Houston, Texas; Texas Commerce Bank-Chemical, Houston, Texas; Texas Commerce Bank-Clear Lake, N.A., Houston, Texas; Texas Commerce Bank-Cyfair, N.A., Houston, Texas; Texas Commer Bank-Cypress Station, N.A., Houston, Texas; Texas Commerce Bank-Del Oro, N.A., Houston, Texas; Texas Commerce Bank-Greens Crossing, N.A., Houston, Texas; Texas Commerce Bank-Greenway Plaza, N.A., Houston, Texas; Texas Commerce Bank-Inwood, N.A. Houston, Texas; Texas Commerce Bank-Katy Freeway, N.A., Katy, Texas; Texas Commerce Bank-Kingwood, N.A., Kingwood, Texas; Texas Commerce Bank-Lakeside, Houston, Texas; Texas Commerce Bank-North Freeway, Houston, Texas; Texas Commerce Bank-Pasadena, Pasadena,

 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

Texas; Texas Commerce Bank-Reagan, Houston, Texas; Texas Commerce Bank-Richmond/Sage, Houston, Texas; Texas Commerce Bank-South Belt, N.A., Houston, Texas; Texas Commerce Bank-South Belt, N.A., Houston, Texas; Texas Commerce Bank-Southeast, Houston, Texas; Texas Commerce Bank-Stafford, N.A., Houston, Texas; Texas Commerce Bank-Tanglewood, Houston, Texas; Texas Commerce Bank-West Oaks, N.A., Houston, Texas; Texas Commerce Bank-Westlake Park, N.A., Houston, Texas; Texas Commerce Bank-Westwood, Houston, Texas; Texas Commerce Bank-Medical Bank, Houston, Texas; to merge with Texas Commerce Bank-National Association, Houston, Texas.
2/

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

Received

New York	Connecticut Bancorp, Inc., Norwalk, Connecticut -- for approval to acquire 100 percent of the voting shares of The Norwalk Bank, Norwalk, Connecticut. 2/
New York	Lyons Bancorp, Inc., Lyons, New York -- for approval to acquire 100 percent of the voting shares of The Lyons National Bank, Lyons, New York. 2/
Atlanta	The Tampa Banking Company, Tampa, Florida -- for approval to acquire 80 percent of the voting shares of The Bank of Tampa, Tampa, Florida. 2/
Chicago	Cosmopolitan Financial Services, Inc., Countryside, Illinois -- for approval to acquire 100 percent of the voting shares of Old Canal Bankshares II, Inc., Lockport, Illinois and Old Canal Bankshares, Inc., Lockport, Illinois and indirectly Heritage First National Bank of Lockport, Lockport, 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 F & M Bancorporation, Inc., Kaukauna, Wisconsin -- for approval to acquire 88.2 percent of the voting shares of New London National Bank, New London, Wisconsin. 2/

St. Louis First City Corporation Employee Stock Ownership Trust, Fort Smith, Arkansas -- to retain 6.28 percent of the voting preferred shares and 26.95 percent of the common shares and to acquire 3.12 percent additional common shares of First City Corporation, Fort Smith, Arkansas. 2/

St. Louis Rainbow Investment Company, Inc., Tuckerman, Arizona for approval to acquire 100 percent of the voting shares of Bank of Tuckerman, Tuckerman, Arizona. 2/

Minneapolis CNB Financial Corporation, Litchfield, Minnesota -- for approval to acquire 100 percent of the voting shares of First Bank of Central N.A. - Litchfield, Litchfield, Minnesota. 2/

Minneapolis FMB Bankshares, Inc., Madison, South Dakota -- for approval to acquire 100 percent of the voting shares of First Madison Bank, Madison, South Dakota, (a proposed new bank) 2/

Minneapolis K. Roberts, Inc., Hendrum, Minnesota -- for approval to acquire 100 percent of the voting shares of Viking Bank, Hendrum, Minnesota. 2/

Kansas City Gideon Financial Corporation, Silver Lake, Kansas-- for approval to acquire 80 percent of the voting shares of Silver Lake Bank, Silver Lake, Kansas. 2/

Kansas City United Bank Shares, Inc., Oklahoma City, Oklahoma -- for approval to acquire 100 percent of the voting shares of United Bank of Oklahoma, Oklahoma City, Oklahoma, (a proposed new bank). 2/

Dallas First Azle Bancshares, Inc., Azle, Texas -- for approval to acquire 80 percent of the voting shares of First National Bank of Azle, Azle, 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 First Gilmer Bankshares, Inc., Gilmer, Texas
-- for approval to acquire 100 percent of the
voting shares of The First National Bank of
Gilmer, Gilmer, Texas. 2/
- San Francisco Western Security Bancorp, Burbank, California
-- for approval to acquire 100 percent of the
voting shares of Western Security Bank, N.A.,
Burbank, California. 2/

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

- New York Key Corp, Albany, New York and Key Pacific
Bancorp, Anchorage, Alaska -- for approval to
acquire the voting shares of Seattle Trust &
Savings Bank, Seattle, Washington. 2/
- New York Norstar Bancorp, Inc., Albany, New York --
for approval to acquire 100 percent of the
voting shares of Syracuse Savings Bank,
Syracuse, New York. 2/
- Atlanta SouthTrust Corporation, Birmingham, Alabama
-- for approval to acquire 80 percent of the
voting shares of Central Bank of Volusia
County, South Daytona, Florida. 2/
- Chicago First of America Bank Corporation, Kalamazoo,
Michigan -- for approval to acquire 100
percent of the voting shares of WB Financial
Corp., Wayne, Michigan and indirectly Wayne
Bank, Wayne, Michigan. 2/
- San Francisco U.S. Bancorp, Portland, Oregon -- for
approval to acquire 100 percent of the voting
shares of Heritage Bank, Camas, Washington.
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****Received**

- 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 SunTrust Banks, Inc., Atlanta, Georgia and Third National Corporation, Nashville, Tennessee -- for approval to merge with Loudon County Bancshares, Inc., Lenior City, Tennessee and indirectly acquire Bank of Loudon County, Lenior City, Tennessee. 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

Received

Boston Amoskeag Bank Shares, Inc., Manchester, New Hampshire -- for approval to acquire Entrepo Financial Resources, Inc, Jenkintown, Pennsylvania and thereby engage in computer equipment and automobile leasing activities.

Boston Fleet Financial Group, Inc., Providence, Rhode Island -- to engage *de novo* (making, acquiring and/or servicing loans for itself or for others of the type made by a mortgage company) through Fleet Mortgage Securities, Inc. The activities will be conducted on a nationwide basis. (3/20/87)

New York First Fidelity Bancorporation, Newark, New Jersey -- requesting that the Board modify its Order of December 19, 1984 as amended, the engagement through FNS Bank of New York, New York, New York in certain nonbanking activities.

New York The Summit Bancorporation, Summit, New Jersey -- for approval to acquire National Machine Tool Finance Corporation, Bridgewater, New Jersey and thereby engage in secured equipment lease transactions and appraising personal property.

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

- Philadelphia Fidelcor, Inc., Philadelphia, Pennsylvania -- for approval to acquire Lazere Financial Corporation, New York, New York, and thereby engage in making and servicing loans.
- Cleveland Ameritrust Corporation, Cleveland, Ohio -- to expand its geographic scope to now include the state of Michigan and to continue to engage *de novo* (underwriting credit life and disability insurance on consumer loans) through its subsidiary, First Indiana Life Insurance Company, Phoenix, Arizona. (3/18/87)
- Chicago Alliance Financial Corporation, Dearborn, Michigan -- to engage *de novo* (making, acquiring and/or servicing loans for itself or for others of the type made by a mortgage company) through its subsidiary, Alliance Mortgage Incorporated of Michigan, Dearborn, Michigan. (3/19/87)
- Chicago Gary-Wheaton Corporation, Wheaton, Illinois -- to engage *de novo* (selling credit life, disability, or involuntary unemployment insurance) through G-W Life Insurance Company, Phoenix, Arizona. (3/16/87)
- Chicago Manufacturers National Corporation, Detroit, Michigan -- for approval to acquire Manufacturers National Trust Company of Florida, North Palm Beach, Florida, and thereby in addition to its presently conducted fiduciary activities, expand its activities to include all the activities of a national bank, except the making of commercial loans.
- Chicago Merchants National Corporation, Indianapolis, Indiana -- for approval to retain Alliance Insurance, Inc., Danville, Indiana, and thereby engage indirectly in the business of general insurance activities for all lines of fire and casualty coverage through its wholly-owned subsidiary, Mid State Bank of Hendricks County, Danville, Indiana.

APPLICATIONS RECEIVED - Continued

- Chicago Merchants National Corporation, Indianapolis, Indiana -- for approval to engage indirectly in the business of general insurance activities for all lines of property and casualty coverage through its wholly-owned subsidiary, Anderson Banking Company, Anderson, Indiana.
- Dallas Forestwood Financial Corporation, Dallas, Texas -- to engage *de novo* (providing management consulting services to depository institutions) through its subsidiary, Independent Credit Consultants, Inc., Dallas, Texas. (3/17/87)