

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

H.2, 1987 No. 25

Actions of the Board

**Applications and Reports Received
During the Week Ending June 20, 1987**

ACTIONS OF THE BOARD

Cleveland	Chase Bank of Ohio, Columbus, Ohio -- investment in bank premises. 1/
Cleveland	Farmers Bank and Savings Company, Pomeroy, Ohio -- investment in bank premises. 1/
Richmond	Century Bancshares, Inc., Washington, D.C. -- extension to August 16, 1987, to acquire Century National Bank. 1/
Richmond	First National Bankshares Corporation, Ronceverte, West Virginia -- extension to September 30, 1987, to acquire The First National Bank in Ronceverte. 1/
Richmond	Bank of Greenville, Greenville, West Virginia -- investment in bank premises. 1/
Richmond	Farmers and Merchants Bank of Cairo, Harrisville, West Virginia -- proposed merger with FMC Bank Co. -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
Atlanta	First Citizens-Crenshaw Bancshares, Inc., Luverne, Alabama -- extension to September 9, 1987, to acquire First Citizens Bank. 1/
Atlanta	Financial Services Bancorp, Inc., Miami, Florida -- extension to September 22, 1987, to acquire Eagle Bank of Broward, N.A., Fort Lauderdale, Florida. 1/
Chicago	The Grant State Bank, Grant, Michigan -- investment in bank premises. 1/

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

ACTIONS OF THE BOARD - Continued

- Chicago 1st Source Acquisition Bank, Hamlet, Indiana -- proposed merger with The Hamlet State Bank report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago State Bank of Cherry, Cherry, Illinois -- proposed merger with Chery Interim Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Chicago Michigan National Bank, Farmington Hills, Michigan -- proposed merger with Michigan Bank - Livingston, Brighton, Michigan -- report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis Greensburg Deposit Bancorp, Inc., Greensburg, Kentucky -- extension to September 10, 1987, to acquire the successor by merger to Greensburg Deposit Bank. 1/
- St. Louis Landmark Bank of Alton, Alton, Illinois -- investment in bank premises. 1/
- St. Louis First State Interim Bank, Kenton, Tennessee -- proposed merger with First State Bank -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- St. Louis First American Bank of North Little Rock, N.A., North Little Rock, Arkansas -- proposed merger with First American Bank of Little Rock, N.A., -- report to the Comptroller of the Currency on competitive factors. 1/
- Minneapolis Norwest Corporation, Minneapolis, Minnesota -- extension of ninety days to engage in nonbanking activities through Norwest Financial Services, Inc., Des Moines, Iowa, in New York State. 1/
- Kansas City Harrison County Bancshares, Inc., Bethany, Missouri -- extension to July 1, 1987, to engage *de novo* in insurance and brokerage activities. 1/
- Dallas Allied Nederland Bank, Port Arthur, Texas -- proposed merger with Allied Merchants Bank -- 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

- Dallas Schreiner Bancshares, Inc., Kerrville, Texas -- extension to September 13, 1987, to acquire Fair Oaks National Bank, Fair Oaks, Texas. 1/
- Dallas Conroe Banks, N.A., Conroe, Texas -- proposed merger with Willis Bank, Willis, Texas -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Bank of Bernice, Bernice Union Parish, Louisiana -- proposed merger with The Bank of Choudrant, Choudrant Lincoln Parish, Louisiana -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas RepublicBank Post Oak, N.A., Houston, Texas -- proposed merger with InterFirst Bank Post Oak -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- San Francisco U.S. Bancorp, Portland, Oregon -- extension to dispose of certain real estate. 1/
- San Francisco Western Security Bancorp, Burbank, California -- extension to acquire Western Security Bank, N.A. 1/
- San Francisco The Bank of California, N.A., San Francisco, California -- proposed merger with Bank of Palm Springs, Palm Springs, California -- report to the Comptroller of the Currency on competitive factors. 1/
- San Francisco BankAmerica Corporation, San Francisco, California -- extension to divest certain properties. 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 Farmers & Merchants State Bank, Ladonia, Texas. (6/11/87)

- 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 ActApproved

Richmond Albemarle Bank and Trust Company,
Charlottesville, Virginia -- to establish a
branch at 2208 Ivy Road, Charlottesville,
Virginia. 1/ (6/12/87)

Richmond Central Fidelity Bank, Richmond, Virginia --
to establish a branch at 11 Canal Center
Plaza, Suites 101 and 103, Alexandria,
Virginia. 1/ (6/10/87)

Richmond Central Virginia Bank, Powhatan, Virginia --
to establish a branch in the Village
Marketplace Shopping Center, 13100 Midlothian
Turnpike, Midlothian, Virginia. 1/
(6/12/87)

Chicago Cole Taylor Bank/Drovers (was Drovers Bank of
Chicago), Chicago, Illinois -- to establish a
branch facility at 47th Street and Ashland
Avenue, Chicago, Illinois. 1/ (6/17/87)

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

Richmond Heritage Bank of Northern Virginia, McLean,
Virginia. 1/ (6/12/87)

Atlanta Emerald Coast State Bank, Mary Esther,
Florida. 1/ (6/17/87)

Atlanta Farmers & Merchants Bank, Centre, Alabama.
1/ (6/16/87)

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

ACTIONS OF THE BOARD - Continued

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

Cleveland Chase Bank of Ohio, Columbus, Ohio -- to
merge with Atrium I Branch of Bank One,
Milford, N.A., Cincinnati, Ohio. 1/
(6/18/87)

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

Minneapolis Shakopee Bancorporation, Inc., St. Paul,
Minnesota -- for approval to acquire 96.7
percent of the voting shares of Citizens
State Bank of Shakopee, Shakopee, Minnesota.
(5/19/87)

Approved

Boston Regional Bancorp, Inc., Medford,
Massachusetts -- for approval to acquire 100
percent of the voting shares of Medford
Savings Bank, Medford, Massachusetts. 1/
(6/18/87)

New York Hometown Bancorporation, Inc., Darien,
Connecticut -- for approval to acquire 100
percent of the voting shares of The Bank of
Darien, Darien, Connecticut. 1/ (6/19/87)

Atlanta BancAlabama, Inc., Huntsville, Alabama -- for
approval to acquire 100 percent of the voting
shares of BankAlabama - Huntsville,
Huntsville, Alabama, a proposed new bank. 1/
(6/15/87)

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

ACTIONS OF THE BOARD - Continued

- Atlanta E.C.S.B. Holding Company, Inc., Mary Esther, Florida -- for approval to acquire 100 percent of the voting shares of Emerald Coast State Bank, Mary Esther, Florida, a proposed new bank. 1/ (6/17/87)
- Atlanta Three Rivers Bancshares, Inc., Milan, Georgia -- for approval to acquire 100 percent of the voting shares of Bank of Milan, Milan, Georgia. 1/ (6/17/87)
- Chicago D.S.B. Bankshares, Inc., Randolph, Wisconsin -- for approval to acquire 80 percent or more of the voting shares of Dairyman's State Bank, Randolph, Wisconsin. 1/ (6/16/87)
- Chicago Lemont Bancorp, Inc., Chicago, Illinois -- for approval to acquire 51 percent of the voting shares of The Lemont National Bank, Lemont, Illinois. 1/ (6/19/87)
- St. Louis Arkansas Union Bankshares, Inc., Benton, Arkansas -- for approval to acquire at least 80 percent of the voting shares of Union Bancshares of Benton, Inc., Benton, Arkansas and indirectly The Union Bank of Benton, Benton, Arkansas. 1/ (6/15/87)
- St. Louis Lewisburg Bancshares Corporation, Lewisburg, Kentucky -- for approval to acquire at least 80 percent of the voting shares of Lewisburg Banking Company, Lewisburg, Kentucky. 1/ (6/19/87)
- Kansas City Tri-County Bancshares, Inc., El Dorado Springs, Missouri -- for approval to acquire 100 percent of the voting shares of Tri-County State Bank of El Dorado Springs, El Dorado Springs, Missouri and Osceola Bank, Osceola, Missouri; and Lowry City Bank, Lowry City, Missouri. 1/ (6/19/87)
- Dallas Kilgore Bancshares, Inc., Troup, Texas -- for approval to acquire 100 percent of the voting shares of City National Bank of Kilgore, Kilgore, Texas. 1/ (6/19/87)
- Dallas First Coleman Bancshares, Inc., Coleman, Texas -- for approval to acquire 100 percent of the voting shares of First Coleman National Bank of Coleman, Coleman, Texas. 1/ (6/17/87)

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

ACTIONS OF THE BOARD - Continued

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. 1/ (6/19/87)

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

Approved

New York KeyCorp, Albany, New York and Key Pacific
Bancorp, Anchorage, Alaska -- for approval to
acquire all of the voting shares of Seattle
Trust & Savings Bank, Seattle, Washington.
(6/15/87)

New York KeyCorp and Key Bancshares of New York, Inc.,
both of Albany, New York -- for approval to
acquire 100 percent of the voting shares of
Key Bank USA, N.A., Albany, New York.
(6/15/87)

Richmond One Valley Bancorp of West Virginia, Inc.,
Charleston, West Virginia -- for approval to
acquire 100 percent of the voting shares of
F&M Holding Company, Summersville, West
Virginia, and indirectly Farmers and
Merchants Bank of Summerville, Summerville,
West Virginia. 1/ (6/17/87)

Atlanta Magnolia State Capital Corporation, Magee,
Mississippi -- for approval to acquire 80
percent of the voting shares of State Bank
and Trust Company, Collins, Mississippi. 1/
(6/15/87)

Chicago F & M Bancorporation, Inc., Kaukauna,
Wisconsin -- for approval to acquire at least
88.2 percent of the voting shares of New
London National Bank, New London, Wisconsin.
1/ (6/15/87)

Minneapolis Americana Bancorporation of Clara City, Inc.,
Edina, Minnesota -- for approval to acquire
100 percent of the voting shares of Americana
State Bank of Hayward, Hayward, Minnesota.
1/ (6/19/87)

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

ACTIONS OF THE BOARD - Continued

Kansas City First Financial Services, Inc., Falls City, Nebraska -- for approval to acquire an additional 2.16 percent of the voting shares of Packers Management Company, Inc., Omaha, Nebraska. 1/ (6/16/87)

Kansas City TCB Investments, Inc., Kansas City, Missouri (formerly known as Kansas City Bancshares, Inc., Kansas City) -- for approval to acquire at least 88 percent of the voting shares of Tri-County Bancshares, Inc., El Dorado Springs, Missouri. 1/ (6/19/87)

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

Approved

Minneapolis Americana Bancorporation of Clara City, Inc., Edina, Minnesota -- for approval to merge with Americana Bancorporation of Alden, Inc., Edina, Minnesota; Americana Bancorporation of Danube, Inc., Inc., Edina, Minnesota; Americana Bancorporation of Edina, Inc., Edina, Minnesota. 1/ (6/19/87)

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

Approved

Cleveland F.N.B. Corporation, Hermitage, Pennsylvania -- for approval to acquire 100 percent of the voting shares of Mortgage Service Corporation of Pittsburgh, Pittsburgh, Pennsylvania. 1/ (6/19/87)

Kansas City Ellinwood Bankshares, Inc., Ellinwood, Kansas -- for approval to engage *de novo* in the sale of general insurance within a nine mile radius of Ellinwood, Kansas, through the acquisition of Ellinwood Insurance Agency, Inc., a proposed corporation. 1/ (6/17/87)

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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

Permitted

- New York Norstar Bancorp, Albany, New York -- to engage **de novo** (underwriting credit life and disability insurance on consumer loans) through Norlife, Phoenix, Arizona. The activities will be conducted throughout the United States. 3/ (6/20/87)
- Chicago Illini Community Bancorp, Inc., Springfield, Illinois -- to engage **de novo** (providing management consulting services to depository institutions) through its subsidiary, Illini & Associates, Inc., Springfield, Illinois. 3/ (6/19/87)
- Chicago Illini Community Bancorp, Inc., Springfield, 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, Illini Community Mortgage Co., Springfield, Illinois. 3/ (6/17/87)
- St. Louis Community Bancorp, Inc., Manchester, Missouri -- to engage **de novo** through a license agreement with Mastercard International, Inc., (selling travelers checks) through its subsidiary, First Banks, Inc., Manchester, Missouri. 3/ (6/19/87)
- San Francisco Valley Capital Corporation, Las Vegas, Nevada -- to engage **de novo** (providing to others financially related data processing and data transmission services, facilities, and data bases; or access to them) through Valley Electronic Services, Inc., Las Vegas, Nevada. These activities would be performed throughout the United States. 3/ (6/15/87)

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

Approved

- Atlanta First National Bancshares of Louisiana, Inc., Alexandria, Louisiana. 1/ (6/18/87)

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- 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

Atlanta	Orange State Bank, Miami, Florida. 1/ (6/18/87)
Chicago	Agri-Bank Corporation, Webster City, Iowa. 1/ (6/19/87)
Chicago	Financial Services Corporation of the Midwest, Rock Island, Illinois. 1/ (6/16/87)
St. Louis	Perry County Bancorp, Inc., Duquoin, Illinois. 1/ (6/18/87)
Kansas City	Admire Bancshares, Inc., Emporia, Kansas. 1/ (6/17/87)
Kansas City	Osborne Investments, Inc., Osborne, Kansas. 1/ (6/16/87)
Kansas City	Lincoln State Company, Inc., Lincoln, Nebraska. 1/ (6/19/87)
San Francisco	Columbia Bancorp, Inc., Avondale, Arizona. 1/ (6/17/87)
San Francisco	American Ban Corporation, Boise, Idaho. 1/ (6/19/87)

1/ Application processed 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 ActReceived

- New York Chemical Bank, New York, New York -- to establish a branch office at Merrill Lynch, Inc., One Liberty Plaza, New York, New York. 2/
- New York Chemical Bank, New York, New York -- to establish two offsite electronic facilities at Fordham University at 113 West 60 Street, New York, New York and 441 East Fordham Road, Bronx, New York. 2/
- Cleveland The Fifth Third Bank of Brown County, Russellville, Ohio -- to establish a branch at 4911 State Route 125, Georgetown, Ohio. 2/
- Chicago Lapeer County Bank & Trust Co., Lapeer, Michigan -- to establish and operate a Branch Bank on M-24 North of Pratt Road, in Metamora Township, Lapeer County, Michigan. 2/
- San Francisco California Center Bank, Los Angeles, California -- application made for a branch office to be located in the vicinity of the intersection of Redondo Beach Boulevard and Normandie Avenue, Gardena, Los Angeles County, California. 2/
- San Francisco Idaho State Bank, Glenss Ferry, Idaho -- application made for branch office at 495 N. 3rd East, City of Mountain Home, Elmore County, Idaho. 2/

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

- Dallas Conroe Bank, N.A., Conroe, Texas -- to merge with Willis Bank, Willis, Texas. 2/
- Dallas First Bank of Amarillo, Amarillo, Texas -- to merge with First National Bank of Amarillo, Amarillo, 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 Grand Bank Woodall Rodgers, N.A., Dallas, Texas; Grand Bank Central at Fitzhugh, N.A., Dallas, Texas and Grand Bank Stemmons at Regal Row, N.A., Dallas, Texas -- to merge with Grand Bank LBJ at Hillcrest, N.A., Dallas, Texas. 2/
- Dallas RepublicBank Barton Creek, N.A., Austin, Texas -- to merge with InterFirst Bank Westlake, N.A., Austin, Texas. 2/
- Dallas RepublicBank Medical Center, N.A., San Antonio, Texas -- to merge with InterFirst Bank NW San Antonio, N.A., San Antonio, Texas. 2/
- Dallas RepublicBank North Dallas, N.A., Dallas, Texas and InterFirst Bank Addison, Addison, Texas -- to merge with InterFirst Bank Galleria, N.A., Dallas, Texas. 2/
- Dallas RepublicBank Tyler, Tyler, Texas -- to merge with InterFirst Bank Tyler, N.A., Tyler, Texas. 2/
- Dallas South Broadway Bank, Tyler, Texas -- to merge with Southside State Bank, Tyler, Texas. 2/

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

Received

- New York Chemical International Bank, Miami, Florida -- prior notice of its intent to invest in a de novo subsidiary bank in the British Virgin Islands.
- New York Compagnie Financiere de Paribas, Paris, France requests after-the-fact consent to retain, through Paribas' indirect subsidiary, SEMA-Metra, Monirouge, France shares of Intec Systems, Inc., West Palm Beach, Florida ("Intec"), and the Board's prior approval for SEMA to exercise its option to increase its interest in Intec.

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 International Bancorp of Miami, N.V., Miami, Florida -- requests consent for its initial investment in Valcorp, S.A., a company chartered in Switzerland for 80 percent of Valcorp's voting shares.

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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

Boston AB&T, Inc., Boston, Massachusetts -- for approval to acquire at least 99 percent of the voting shares of Atlantic Bank & Trust Company, Boston, Massachusetts, a proposed new bank. 2/

Boston Atlantic Bank & Trust Company Limited Partnership, Boston, Massachusetts -- for approval to acquire at least 99 percent of the voting shares of Atlantic Bank & Trust Company, Boston, Massachusetts, a proposed new bank. 2/

Boston Merrimack Bancorp, Inc., Lowell, Massachusetts -- for approval to acquire 100 percent of the voting shares of Lowell Institution for Savings, Lowell, Massachusetts. 2/

Boston NeMil Bancorp, Inc., New Milford, Connecticut -- for approval to acquire 100 percent of the voting shares of New Milford Savings Bank, New Milford, Connecticut and indirectly 9.86 percent of Branford Savings Bank, Branford, Connecticut; 6.93 percent of Brooklyn Savings Bank, Danielson, Connecticut; 5.29 percent of Central Bank for Savings, Meriden, Connecticut; 9.9 percent of City Savings Bank, Meriden, Connecticut; 6.3 percent of Derby Savings Bank, Derby, Connecticut; 9.38 percent of Great County Bank, Ansonia, Connecticut; 9.99 percent of MidConn Bank, Kensington, Connecticut; 9.98 percent of Peoples Savings Bank of New Britain, New Britain, Connecticut; 9.52 percent of West Newton Savings Bank, West Newton, Massachusetts; 7.2 percent of West Mass Bankshares, Greenfield, Massachusetts, and indirectly United Savings Bank, Conway, Massachusetts. 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

New York People's Mutual Holdings, Bridgeport, Connecticut -- for approval to acquire People's Bank, Bridgeport, Connecticut, a stock savings bank. 2/

Philadelphia Devon Holding Company, Inc., Bala Cynwyd, Pennsylvania -- for approval to acquire 99 percent of the voting shares of Dominion Bank, Devon, Massachusetts, a proposed new bank. 2/

Richmond First Liberty Bancorp, Inc., Washington, D.C. -- for approval to acquire 100 percent of the voting shares of First Liberty National Bank, Washington, D.C., a proposed new bank. 2/

Atlanta Adairsville Bancshares, Inc., Adairsville, Georgia -- for approval to acquire 100 percent of the voting shares of Bank of Adairsville, Adairsville, Georgia. 2/

Atlanta First South Bancshares, Inc, Morgan City, Louisiana -- for approval to acquire 100 percent of the voting shares of Morgan City Bank and Trust Company, Morgan City, Louisiana. 2/

Chicago Blissfield Bank Corp, Blissfield, Michigan -- for approval to acquire 100 percent of the voting shares of The Blissfield State Bank, Blissfield, Michigan. 2/

St. Louis E.B.I. Acquisition Corp., Eldorado, Illinois -- for approval to acquire 98.8 percent of the voting shares of Bank of Egypt, Marion, Illinois. 2/

Kansas City Jason Bancshares, Inc, Offerle, Kansas -- for approval to acquire 100 percent of the voting shares of Offerle Investment Co., Inc., Offerle, Kansas and indirectly Farmers State Bank, Offerle, Kansas. 2/

Dallas Groesbeck Bancshares, Inc., Groesbeck, Texas for approval to acquire 99 percent of the voting shares of Farmers State Bank, Groesbeck, 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

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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

Boston	BayBanks, Inc., Boston, Massachusetts -- for approval to acquire 100 percent of the voting shares of BayBank Connecticut, N.A., Farmington, Connecticut. 2/
Cleveland	First Security Corporation of Kentucky, Lexington, Kentucky -- for approval to acquire 100 percent of the voting shares of State Bank & Trust Co. of Richmond, Richmond, Kentucky. 2/
Chicago	Continental Illinois Bancorp, Inc., Chicago, Illinois -- for approval to acquire 100 percent of the voting shares of Norris Bancorp, Inc., St. Charles, Illinois, and indirectly State Bank of St. Charles, Saint Charles, Illinois, and The First National Bank of Batavia, Batavia, Illinois. 2/
Chicago	1st Source Corporation, South Bend, Indiana -- for approval to acquire The Hamlet State Bank, Hamlet, Indiana. 2/
St. Louis	Boatmen's Bancshares, Inc, St. Louis, Missouri -- for approval to acquire 100 percent of the voting shares of Boatmen's Bank of Delaware, New Castle, Delaware, a proposed new bank. 2/
St. Louis	Peoples First Corporation, Paducah, Kentucky -- for approval to acquire 100 percent of the voting shares of First National Bank of La Center, La Center, Kentucky. 2/
Dallas	Camino Real Bancshares, Inc, Carrizo Springs, Texas -- for approval to acquire 100 percent of the voting shares of Frio National Bank, Pearsall, Texas. 2/
Dallas	Texas Gulf Coast Bancorp, Inc. Houston, Texas -- for approval to acquire 100 percent of the voting shares of Dickinson State Bank, Dickinson, 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

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

Received

Cleveland First Security Affiliates, Inc., Lexington, Kentucky -- for approval to merge with State Financial Bancshares, Inc., Richmond, Kentucky, and indirectly acquire State Bank & Trust Co., of Richmond, Richmond, Kentucky.
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 AB&T, Inc., Boston, Massachusetts -- for approval to engage in making, acquiring and servicing loans or other extensions of credit for the Applicant's account and for the account of others.

Boston Atlantic Bank & Trust Company, Limited Partnership, Boston, Massachusetts -- for approval to engage in making, acquiring and servicing loans or other extensions of credit for the Applicant's account and for the account of others.

New York Barclays plc and Barclays Bank plc, London, England -- to engage *de novo* (providing portfolio investment advice to any person; 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) through their subsidiary, Barclays de Zoete Wedd Government Securities, Inc., New York, New York. These activities will be conducted throughout the United States. (6/15/87)

New York People's Mutual Holdings, Bridgeport, Connecticut -- for approval to acquire 7.58 percent of Prime Capital, L.P., Stamford, Connecticut, a venture capital limited partnership.

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

APPLICATIONS RECEIVED - Continued

- New York People's Mutual Holdings, Bridgeport, Connecticut -- for approval to acquire 21.5 percent of Realtron Corporation, Redford, Michigan and thereby engage in providing on-line computer software and hardware and publishing services to real estate listing boards and agencies.
- New York People's Mutual Holdings, Bridgeport, Connecticut -- for approval to retain ownership of Guardian Federal Savings and Loan Association, Bridgeport, Connecticut.
- New York People's Mutual Holdings, Bridgeport, Connecticut -- for approval to acquire 33.3 percent of Cadre, Inc., Avon, Connecticut, and thereby engage in providing data processing services.
- New York People's Mutual Holdings, Bridgeport, Connecticut -- for approval to continue to engage in real estate activities and savings bank life insurance activities solely within People's Bank, Bridgeport, Connecticut.
- Cleveland Huntington Bancshares Incorporated, Columbus, Ohio -- for approval to engage *de novo* through its subsidiary, The Huntington Company, Columbus, Ohio, in the purchase and sale of precious metals for the account of customers and to engage in buying and selling options on gold and silver bullion for the account of customers.
- Cleveland National City Corporation, Cleveland, Ohio -- to engage *de novo* (discount securities brokerage activities including certain securities credit and incidental activities) through its subsidiary, NCC Investment Company, Columbus, Ohio. The activity will be conducted in the states of Ohio, Michigan, Indiana, West Virginia, Kentucky, Pennsylvania, and Florida. (6/16/87)
- Atlanta Auburn National Bancorporation, Auburn, Alabama -- to engage *de novo* (providing to others financially related data processing and data transmission services, facilities, and data bases; or access to them) through ANB Systems, Auburn, Alabama. The activities will be performed throughout the United States, with the primary market area being the southeast. (6/16/87)

APPLICATIONS RECEIVED - Continued

- Chicago Lizton Financial Corporation, Lizton, Indiana
-- to engage *de novo* (providing to others
financially related data processing and data
transmission services, facilities, and data bases;
or access to them; providing management consulting
services to depository institutions) through its
subsidiary, Schorling & Associates, Inc., Lizton,
Indiana. (6/17/87)
- Chicago Valley Bancorporation, Appleton, Wisconsin --
for approval to acquire CBI Insurance
Services, Inc., Madison, Wisconsin.
- St. Louis Ohio County Bancshares, Inc., Beaver Dam,
Kentucky -- to engage *de novo* (providing
portfolio investment advice to any person;
engaging in full pay-out personal and real
property leasing; engaging in community
development activities; providing management
consulting services to depository
institutions) through its proposed
subsidiary, Catalyst Management Ltd., Beaver Dam,
Kentucky. (6/18/87)
- Kansas City Jason Bancshares, Inc., Offerle, Kansas --
for approval to engage in general insurance
agency activities from an office located in a
community with a population of less than
5,000.