

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

H.2, 1987, No. 29

Actions of the Board

**Applications and Reports Received
During the Week Ending July 18, 1987**

ACTIONS OF THE BOARD

Boston	Shawmut Bank, N.A., Boston, Massachusetts -- proposed merger with Shawmut Merchants Bank, N.A., Salem, Massachusetts -- report to the Comptroller of the Currency on competitive factors. 1/
Boston	Shawmut Bank National Association, Boston, Massachusetts -- proposed merger with Shawmut First County Bank, N.A., Brockton, Massachusetts -- report to the Comptroller of the Currency on competitive factors. 1/
New York	Norstar Bank of Long Island, Hempstead, New York -- investment in bank premises. 1/
New York	The First National Bank of Downsville, Downsville, New York -- proposed purchase of certain assets and assumption of liabilities of the Millerton Branch of the Chase Manhattan Bank, N.A., New York, New York -- report to the Comptroller of the Currency on competitive factors. 1/
Philadelphia	Dime Financial Services Corp., West Chester, Pennsylvania -- extension for three months to acquire Dime Savings Bank of Chester County, West Chester, Pennsylvania. 1/
Cleveland	Citizens Bancshares, Incorporated, Salineville, Ohio -- extension to September 1, 1987, to engage <i>de novo</i> through Freedom Financial Life Insurance Company, Phoenix, Arizona, in credit related insurance. 1/

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

ACTIONS OF THE BOARD - Continued

- Cleveland First National Bank of Mercer County, Greenville, Pennsylvania -- proposed purchase of the Slippery Rock Office of Mellon Bank, N.A., Greensburg, Pennsylvania -- report to the Comptroller of the Currency on competitive factors. 1/
- Atlanta National City Financial Group, Inc., Coral Springs, Florida -- extension to September 14, 1987, to acquire National City Bank. 1/
- Chicago Union Bank and Trust Company, N.A., Grand Rapids, Michigan -- proposed merger with NBD Grand Valley Bank, N.A., Grandville, Michigan -- report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Heritage Bank, N.A., Aurelia, Iowa -- proposed merger with Holstein State Bank, Holstein, Iowa and Iowa National Bank & Trust, Lytton, Iowa -- report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Hi-Bancorp, Inc., Highwood, Illinois -- extension to October 27, 1987, to acquire GNP Bancorp, Inc., Mundelein, Illinois and New Century Bank. 1/
- Chicago Cherry Bancorporation, Inc., Cherry, Illinois -- extension to November 20, 1987, to acquire State Bank of Cherry. 1/
- St. Louis First Tennessee National Corporation, Memphis, Tennessee -- extension to October 12, 1987, to engage *de novo* in acting as a futures commission merchant through FTB Future Corporation, Memphis, Tennessee. 1/
- St. Louis State Bank of Bernie, Bernie, Missouri -- proposed merger with Malden State Bank, Malden, Missouri -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Kansas City Jason Bankshares, Inc., Offerle, Kansas -- extension to August 3, 1987, to acquire Offerle Investment Co., Inc., Offerle, Kansas, parent of Farmers State Bank. 1/
- Kansas City Jason Bankshares, Inc., Offerle, Kansas -- extension to August 3, 1987, to engage in insurance agency activities. 1/

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

ACTIONS OF THE BOARD - Continued

- Kansas City Collegiate Peaks Bancorporation, Inc., Buena Vista, Colorado -- extension to September 30, 1987, to acquire Collegiate Peaks Bank. 1/
- Dallas First State Bank, Cypress, Cypress, Texas -- proposed merger with First State Bank of Magnolia, Magnolia, Texas -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas The American Bank of Waco, Waco, Texas -- proposed merger with American National Bank -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Greenville Bancshares Corporation, Greenville, Texas -- extension to October 20, 1987, to acquire American National Bank of Greenville. 1/
- Dallas Allied Deer Park Bank, Deer Park, Texas; Allied Addicks Bank, Houston; Allied Bank-Interstate 10; Allied Bank of Texas; Allied Beltway Bank; Allied Champions Bank; Allied Cypress Bank; Allied Fairbanks Bank; Allied Bank Gulf Freeway; Allied Jetero Bank; Allied Bank Memorial; Allied Mercantile Bank; Allied Mission Bend Bank; Allied Bank Southwest Freeway; Allied Bank West; Allied Humble Bank, N.A., Humble; Allied Pasadena National Bank, Pasadena; Allied Seabrook Bank, Seabrook; and Allied Spring Bank, Spring, Texas -- proposed merger with Allied Bank North Belt, N.A. Houston, Texas -- report to the Comptroller of the Currency on competitive factors. 1/
- Dallas Cattlemen's Financial Services, Inc., Austin, Texas -- extension to August 8, 1987 to acquire Cattlemen's State Bank. 1/
- San Francisco Alaska Pacific Bank, Anchorage, Alaska -- proposed merger with First National Bank of Fairbanks, Fairbanks, Alaska -- report to the Federal Deposit Insurance Corporation on competitive factors. 1/

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

ACTIONS OF THE BOARD - Continued

To Establish a Domesitc Branch Pursuant to
Section 9 of the Federal Reserve ActApproved

- New York Chemical Bank, New York, New York -- to
establish a new branch office at Merrill
Lynch, One Liberty Plaza, New York, New York.
1/ (7/14/87)
- 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. 1/ (7/14/87)
- New York Chemical Bank, New York, New York -- to
establish a branch office at 40-40 21 Street,
Long Island City, Queens, New York. 1/
(7/13/87)
- Philadelphia Farmers Trust Company, Lebanon, Pennsylvania
-- to establish a branch in the Cleona Square
Shopping Center, West Penn Ave. and Mill
Street, Cleona, Pennsylvania. 1/ (7/15/87)
- Cleveland The Fifth Third Bank, Cincinnati, Ohio -- to
establish branches at the following
locations: 4100 Hunt Road, Blue Ash, Ohio;
5033 Delhi Road, Delhi, Ohio; 7779 Tylersvllle
Road, West Chester, Ohio; Fields-Ertle Road,
Cincinnati, Ohio; Winton and Kemper Roads,
Cincinnati, Ohio, 675 Loveland-Maderia Road,
Cincinnati, Ohio; 7869 Montgomery Road,
Kenwood, Ohio; 12100 Reed Hartman Highway,
Cincinnati, Ohio. 1/ (7/17/87)
- Richmond Miners Exchange Bank, Coeburn, Virginia -- to
establish a branch in the Norton Square
Shopping Center, U.S. Route 58, Norton,
Virginia. 1/ (7/15/87)
- Richmond Sterling Bank & Trust Co., Pikesville,
Maryland -- to establish branches at 111
Water Street, Baltimore, Maryland and 130
Holiday Court, Annapolis, Maryland. 1/
(7/14/87)
- Chicago First State Bank, Manchester, Iowa -- to
establish a branch at 104 N. Tama,
Manchester, Iowa. 1/ (7/13/87)

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

ACTIONS OF THE BOARD - Continued

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

Approved

Chicago First of America Bank - Central, Lansing,
Michigan -- to merge with First of America
Bank - Charlotte, Charlotte, Michigan. 1/
(7/15/87)

Chicago First of America Bank - Central, Lansing,
Michigan -- to merge with First of America
Bank - Grand Ledge, Grand Ledge, Michigan.
1/ (7/15/87)

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

Approved

Philadelphia First Bank of Philadelphia, Philadelphia,
Pennsylvania. 1/ (7/15/87)

Atlanta First Coast Community Bank, Fernandina Beach,
Florida. 1/ (7/10/87)

St. Louis Springs Valley Bank & Trust Company, French
Lick, Indiana. 1/ (7/16/87)

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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

New York Morgan Guaranty International Finance
Corporation, New York, New York: no
objection to make an additional investment in
Morgan Trust Bank Ltd., Tokyo, Japan.
(7/14/87)

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

ACTIONS OF THE BOARD - Continued

Forty Five Day Notification Period Waived

New York Morgan Guaranty International Finance Corporation, New York, New York: no objection to invest in Morgan Trust Bank Ltd., Tokyo, Japan. (7/18/87)

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

Returned

St. Louis Commercial Security Bancshares, Inc., Springfield, Missouri -- for approval to acquire 80 percent of the voting shares of Southern Missouri Bank, Mansfield, Missouri and The Security Bank of Mountain Grove, Mountain Grove, Missouri. (7/13/87)

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Approved

New York CapitalBanc Corporation, New York, New York -- for approval to acquire 100 percent of the voting shares of Capital National Bank, New York, New York. 1/ (7/15/87)

New York The Sumitomo Trust & Banking Co., Ltd., Osaka, Japan -- for approval to acquire 100 percent of the voting shares of Sumitomo Trust & Banking Co., (U.S.A.), New York, New York, a proposed new bank. (7/16/87)

New York Farmers Bank and Trust Company of Marion, Kentucky, Marion, Kentucky -- for approval to acquire 100 percent of the voting shares of Farmers Bank and Trust Company, of Marion, Kentucky, Marion, Kentucky. 1/ (7/17/87)

Minneapolis Fillmore County Bancshares, Inc., Canton, Minnesota -- for approval to acquire 97.4 percent of the voting shares of Canton State Bank, Canton, Minnesota. 1/ (7/15/87)

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

ACTIONS OF THE BOARD - Continued

- Minneapolis North Star Holding Company, Inc., Jamestown, North Dakota -- for approval to acquire 79.9 percent of the voting shares of Stutsman County State Bank, Jamestown, North Dakota. 1/ (7/16/87)
- Minneapolis Northern Plains Investment, Inc., Jamestown, North Dakota -- for approval to acquire 40.25 percent of the voting shares of North Star Holding Company, Inc., Jamestown, North Dakota and indirectly acquire Stutsman County State Bank, Jamestown, North Dakota. 1/ (7/16/87)
- Dallas Brazos Bancshares, Inc., Joshua, Texas -- for approval to acquire 81.32 percent of the voting shares of The First National Bank in Joshua, Joshua, Texas. 1/ (7/17/87)
- San Francisco SPC/RAB Acquisition Corp, Los Angeles, California -- for approval to acquire 100 percent of the voting shares of Rainier Bancorporation, Seattle, Washington and acquire indirectly Rainier National Bank, Seattle, Washington, Rainier Bank Oregon, N.A., Portland, Oregon, United Bank, A Savings Bank, Tacoma, Washington, and Rainier Bank Alaska, N.A., Anchorage, Alaska. (7/20/87)

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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

- Boston BayBanks, Inc., Boston, Massachusetts -- for approval to acquire 100 percent of the voting shares of BayBank Connecticut, N.A., Farmington, Connecticut, a proposed new bank. 1/ (7/15/87)
- Boston Hartford National Corporation, Hartford, Connecticut -- for approval to acquire 100 percent of the voting shares of Chester Bank, Chester, Connecticut. (7/14/87)
- Richmond Peoples Bancorporation, Rocky Mount, North Carolina -- for approval to acquire 18.4 percent of the voting shares of Citizens National Bank, Winston-Salem, North Carolina. 1/ (7/17/87)

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

ACTIONS OF THE BOARD - Continued

- Chicago 1st Source Corporation, South Bend, Indiana -- for approval to acquire 100 percent of the voting shares of The Hamlet State Bank, Hamlet, Indiana. 1/ (7/15/87)
- Chicago Valley Bancorporation, Appleton, Wisconsin -- for approval to acquire 100 percent of the voting shares of Community Banks, Inc., Middleton, Wisconsin and thereby indirectly acquire The Bank of Middleton, Middleton, Wisconsin; The Bank of Shorewood Hills, Madison, Wisconsin; The American Exchange Bank of Madison, Madison, Wisconsin; Monona-Grove State Bank, Monona, Wisconsin; Brooklyn State Bank, Brooklyn, Wisconsin, and Farmers and Merchants Bank, Richland Center, Wisconsin. 1/ (7/16/87)
- St. Louis Peoples First Corporaton, Paducah, Kentucky -- for approval to acquire 100 percent of the voting shares of First National Bank of La Center, La Center, Kentucky. 1/ (7/14/87)
- St. Louis Security Bancorp of Tennessee, Inc., Halls, Tennessee -- for approval to acquire 100 percent of the voting shares of Bank of Crockett, Bells, Tennessee. 1/ (7/13/87)
- Minneapolis Houston Bancorporation, Inc., St. Paul, Minnesota -- for approval to acquire 100 percent of the voting shares of Citizens State Bank of Hayfield, Hayfield, Minnesota. (7/15/87)
- San Francisco Security Pacific Corporation, Los Angeles, California -- for approval to acquire 100 percent of the voting shares of Rainier Bancorporation, Seattle, Washington and acquire indirectly Rainier National Bank, Seattle, Washington, Rainier Bank Oregon, N.A., Portland, Oregon, United Bank, A Savings Bank, Tacoma, Washington, and Rainier Bank Alaska, N.A., Anchorage, Alaska. (7/20/87)

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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 1956Approved

- Richmond First Virginia Banks, Inc. Falls Church,
Virginia -- for approval to merge with United
Bancorp of Maryland, Inc., Upper Marlboro,
Maryland and thereby indirectly acquire United
Bank and Trust Company of Maryland, Upper
Marlboro, Maryland. 1/ (7/16/87)
- Minneapolis Houston Bancorporation, Inc., St. Paul,
Minnesota -- for approval to merge with
Ladysmith Corporation, St. Paul, Minnesota
and indirectly acquire The Pioneer National
Bank of Ladysmith, Ladysmith, Wisconsin.
(7/15/87)
- Minneapolis Houston Bancorporation, Inc., St. Paul,
Minnesota -- for approval to merge with
Cottage Grove Bancorporation, Inc., St. Paul,
Minnesota and indirectly acquire Minnesota
National Bank of Cottage Grove, Cottage
Grove, Minnesota. (7/15/87)

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

- New York Chase Manhattan Corporation, New York, New
York -- for approval to engage through Chase
Investment Management Corporation in
sponsoring and distributing mutual funds.
(6/24/87)
- Dallas Independent Bankers Financial Corporation,
Irving, Texas -- for approval to acquire TIH
Company, Irving, Texas in activities of a
trust company of a fiduciary, agency or
custodial nature. (6/26/87)

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

ACTIONS OF THE BOARD - Continued

Returned

Dallas Consolidated Bancorp, Inc., Rosebud, Texas -- 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 Consolidated Loan Service, Inc., Rosebud, Texas. 3/ (7/15/87)

Approved

New York The Chase Manhattan Corporation, New York, New York -- for approval to engage through a wholly owned subsidiary, Chase Home Mortgage Corporation, Montvale, New Jersey, in underwriting and dealing in, to a limited extent, certain residential mortgage-related securities that are ineligible for underwriting and dealing in by state member banks under the Glass-Steagall Act. 1/ (7/17/87)

New York Marine Midland Banks, Incorporated, Buffalo, New York and parent bank holding companies; The Hongkong and Shanghai Banking Corporation, Hong Kong, B.C.C.; Kellett N.V., Curacao, Netherlands Antilles; and HSBC Holdings B.V., Amsterdam, The Netherlands -- for approval to engage through a wholly owned subsidiary, Marine Midland Capital Markets Corporation, in underwriting and dealing in, on a limited basis, the following securities: municipal revenue bonds, including certain industrial development bonds; residential mortgage-related securities; consumer-receivable-related securities ("CRRS"); and commercial paper. (7/14/87)

New York The Sumitomo Trust & Banking Co., Ltd., Osaka, Japan -- for approval to engage in investment advisory activities by acquiring 50 percent of the voting shares of Sumitrust Security Pacific Investment Managers, Inc., Los Angeles, California. (7/16/87)

Richmond Sovran Financial Corporation, Norfolk, Virginia -- for approval to expand the activities of its subsidiary, Sovran Investment Corporation, Richmond, Virginia, to include certain investment advisory services. (7/15/87)

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 Valley Bancorporation, Appleton, Wisconsin -- for approval to acquire 100 percent of CBI Trust and Financial Services, Inc., Madison, Wisconsin. 1/ (7/16/87)
- San Francisco Security Pacific Corporation, Los Angeles, California -- for approval to acquire Rainier Mortgage Company, Seattle, Washington, and thereby engage in mortgage banking; Rainier Real Estate Advisers, Inc., Seattle, Washington, and thereby engage in investment advice, Rainier Credit Life Insurance Company, Seattle, Washington, and thereby engage in the sale of credit-related insurance; and Rainier Brokerage Services, Inc., Seattle, Washington, and thereby engage in securities brokerage. (7/20/87)
- San Francisco SPC/RAB Acquisition Corp., Los Angeles, California -- for approval to acquire Rainier Mortgage Company, Seattle, Washington, and thereby engage in mortgage banking; Rainier Real Estate Advisers, Inc., Seattle, Washington, and thereby engage in investment advice; Rainier Credit Life Insurance Company, Seattle, Washington, and thereby engage in the sale of credit-related insurance; and Rainier Brokerage Services, Inc., Seattle, Washington, and thereby engage in securities brokerage. (7/20/87)

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Permitted

- 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. 3/ (7/17/87)

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.

ACTIONS OF THE BOARD - 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. 3/ (7/17/87)

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

Approved

St. Louis First Citizens United, Inc., Central City,
 Kentucky. 1/ (7/15/87)

St. Louis First Bolivar Capital Corporation, Cleveland,
 Mississippi. 1/ (7/13/87)

St. Louis Raymond Bancorp, Inc., Raymond, Illinois. 1/
 (7/15/87)

Kansas City Service Bancshares, Limited, Tonkawa,
 Oklahoma. 1/ (7/16/87)

 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

Cleveland The Andover Bank, Andover, Ohio -- to
establish a branch at South Broadway (Lot 6
-- Sect. 2), Geneva, Ohio. 2/

Cleveland The Fifth Third Bank, Cincinnati, Ohio -- to
establish a branch at 4376 Taylorsville Road,
Dayton, Ohio. 2/

Cleveland 1st Security Bank, Hillsboro, Ohio -- to
establish a branch at 511 North High Street,
Hillsboro, Ohio. 2/

Richmond Central Fidelity Bank, Richmond, Virginia --
to establish a branch at 2105 Roanoke Street,
Christiansburg, Virginia. 2/

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

Atlanta Florida First International Bank, Hollywood,
Florida. 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

Boston State Street Bank and Trust Company, Boston,
Massachusetts -- regarding the intent of its
Edge subsidiary, State Street International
Holdings, Boston, Massachusetts, to invest
in State Street Australia Limited, Sydney,
Australia, a wholly-owned subsidiary.

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 Bankers International Corporation, New York, New York -- prior notice of its intent to acquire all of the shares of The World Markets Company PLC, Edinburgh, Scotland.

San Francisco Security Pacific Corporation, Los Angeles, California -- prior notice of its intent to make an additional investment in Security Pacific EuroFinance, Inc., London, England.

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To Establish a U.S. Branch of an Edge Act Corporation Pursuant to Section 25(a) of the Federal Reserve Act

Received

New York American Express Bank International, New York, New York -- prior notice of its intent to establish branches in Beverly Hills and San Francisco, California.

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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

Richmond First United Bancorporation, Anderson, South Carolina -- for approval to acquire 100 percent of the voting shares of Anderson National Bank, Anderson, South Carolina. 2/

Atlanta NBC Financial Corporation, Baton Rouge, Louisiana -- for approval to acquire 100 percent of the voting shares of National Bank of Commerce, Baton Rouge, Louisiana. 2/

Chicago KD Bancshares, Inc., Edgerton, Wisconsin -- for approval to acquire 80 percent of the voting shares of Kingston-Dalton State Bank, Kingston, Wisconsin. 2/

St. Louis M & F Capital Corporation, Macon, Mississippi -- for approval to acquire 100 percent of the voting shares of Merchants & Farmers Bank, Macon, Mississippi. 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

- Minneapolis Little Mountain Bancshares, Inc., Monticello, Minnesota -- for approval to acquire 100 percent of the voting shares of First National Bank of Monticello, Monticello, Minnesota. 2/
- San Francisco First Interstate Bancorp of Texas, Inc., Los Angeles, California -- for approval to acquire 100 percent of the voting shares of Allied Bancshares, Inc., Houston, Texas and indirectly Allied Bank Austin, Austin, Texas; Allied Bank North Austin, Austin, Texas; Allied Bank South Austin, Austin, Texas; Allied Bank of Marble Falls, Marble Falls, Texas; Allied Bank Beaumont, N.A., Beaumont, Texas. 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

- Cleveland Meridian Bancorp, Inc., Reading, Pennsylvania -- for approval to acquire 100 percent of the voting shares of Delaware Trust Company, Wilmington, Delaware. 2/
- Richmond Bancshares 2000, Inc., McLean, Virginia -- for approval to acquire 100 percent of the voting shares of Bank 2000 Reston, N.A., Reston, Virginia (a proposed new bank). 2/
- Richmond Sovran Financial Corporation, Norfolk, Virginia -- for approval to acquire 100 percent of the voting shares of Commerce Union Corporation, Nashville, Tennessee and indirectly Commerce Union Bank, Nashville, Tennessee; Commerce Union Bank/Chattanooga, Chattanooga, Tennessee; Commerce Union Bank/Clarksville, Clarksville, Tennessee; Commerce Union Bank/Eastern, Oak Ridge, Tennessee; Commerce Union Bank/Greenville, Greenville, Tennessee; Commerce Union Bank of Memphis, Memphis, Tennessee; Commerce Union Bank/Tri-Cities, Johnson City, Tennessee; Commerce Union Bank/Union City, Union City, Tennessee; Williamson County Bank, Franklin,

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

- Tennessee; First National Bank of Lewisburg, Lewisburg, Tennessee; Planters Bank and Trust Company, Hopkinsville, Kentucky; Security Bank and Trust Company, Centerville, Tennessee. 2/
- St. Louis Country Bancorporation, Inc., Jackson, Mississippi -- for approval to acquire 100 percent of the voting shares of the First National Bank of Perryville, Perryville, Missouri. 2/
- St. Louis Miles Bancshares, Inc., Advance, Missouri -- for approval to acquire 99.6 percent of the voting shares of Bowen State Bank, Bowen, Illinois. 2/
- Kansas City Mid-America, Inc., Oklahoma City, Oklahoma -- for approval to retain F & M Bancorporation, Inc., Tulsa, Oklahoma; F & M Bank and Trust Company, Tulsa, Oklahoma -- to engage indirectly in the sale of credit life, accident and health insurance through Inland Life Insurance Company, Tulsa, Oklahoma, a wholly-owned subsidiary of F & M.
- Kansas City Ottawa Bancshares, Inc., Ottawa, Kansas -- for approval to acquire 100 percent of the voting shares of Lyon County State Bancshares, Inc., Emporia, Kansas and indirectly Lyon County State Bank, Emporia, Kansas. 2/
- Kansas City United Missouri Bancshares, Inc., Kansas City, Missouri -- for approval to acquire 100 percent of the voting shares of United Missouri Bank U.S.A., Wilmington, Delaware (a proposed new bank). 2/
- Dallas Buchel Bancshares, Inc., Cuero, Texas -- for approval to acquire United Bancorp, Inc., Victoria, Texas, and indirectly Crossroad Bank, Victoria, Texas. 2/
- Dallas Vidor Bancshares, Inc., Vidor, Texas -- for approval to acquire 100 percent of the voting shares of Plaza National Bank, Beaumont, 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

San Francisco First Interstate Bancorp, Los Angeles, California -- for approval to acquire 100 percent of the voting shares of Allied Bancshares, Inc., Houston, Texas, and indirectly Allied Bank Austin, Austin, Texas; Allied Bank North Austin, Austin, Texas; Allied Bank South Austin, Austin, Texas; Allied Bank of Marble Falls, Marble Falls, Texas; Allied Bank Beaumont, N.A., Beaumont, Texas; Allied Merchants Bank, Port Arthur, Texas; Allied Nederland Bank, Port Arthur, Texas; Allied American Bank, Dallas, Texas; Allied Bank Arlington, Arlington, Texas; Allied Bank Bedford, Bedford, Texas; Allied Bank Cedar Hill, N.A., Cedar Hills, Texas; Allied Bank of Dallas, Gaston, Texas; Allied First National Bank of Mesquite, Mesquite, Texas; Allied Bank Forth Worth, Fort Worth, Texas; Allied Bank Irving, Irving, Texas; Allied Bank Keller, N.A., Texas; Allied Bank Mockingbird, Dallas, Texas; Allied Bank North Central, N.A., Dallas, Texas; Allied Northeast Bank, N.A., Fort Worth, Texas; Allied Bank Oak Cliff, Dallas, Texas; Allied Bank Plano, N.A., Plano, Texas; Allied Bank Waxahachie, N.A., Waxahachie, Texas; Allied Addicks Bank, Houston, Texas; Allied Beltway Bank, Houston, Texas; Allied Champions Bank, Houston, Texas; Allied Conroe Bank, Conroe, Texas; Allied Cypress Bank, Houston, Texas; Allied Deer Park Bank, Deer Park, Texas; Allied Fairbanks Bank, Houston, Texas; First Interstate Bancorp, Los Angeles, California -- for approval to acquire 100 percent of the voting shares of Allied First National Bank, Angleton, Texas; Allied Bank Gulf Freeway, Houston, Texas; Allied Bank-Interstate 10, Houston, Texas; Allied Jetero Bank, Houston, Texas; Allied Bank Memorial, Houston, Texas; Allied Mercantile Bank, Houston, Texas; Allied Mission Bank, Houston, Texas; Allied Bank Missouri City, Missouri City, Texas; Allied Bank North Belt, N.A., Houston, Texas; Allied Pasadena National Bank, Pasadena, Texas; Allied Bank Southwest Freeway, Houston, Texas; Allied Spring Bank, Spring, Texas; Allied Bank of Texas; Houston, Texas; Allied Bank West, Houston, Texas and Allied Bank Longview, Longview, 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)(5) of the Bank Holding Company Act of 1956

Received

Richmond Dominion Bancshares Corporation, Roanoke,
Virginia -- for approval to merge with First
Springfield National Corporation,
Springfield, Tennessee and indirectly acquire
The First National Bank of Springfield,
Springfield, 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

New York The Norinchukin Bank, Tokyo, Japan -- to
retain 44 percent of the shares of Kyodo
Leasing America, Inc., and thereby continue
to engage in leasing activities and in the
making, acquiring and servicing of loans and
other extensions of credit.

New York Norstar Bancorp, Inc., Albany, New York --
to engage de novo (engaging in the activities
of a trust company of a fiduciary, agency, or
custodial nature) through Norstar Trust
Company of Florida, N.A. (7/17/87)

Richmond Dominion Bancshares Corporation, Roanoke,
Virginia -- for approval to acquire First
Trust Company, Springfield, Tennessee and
thereby engage in general trust functions
including activities of a fiduciary, agency,
or custodial nature.

Richmond Sovran Financial Corporation, Norfolk,
Virginia -- for approval to acquire Commerce
Union Realty Service, Inc., Nashville,
Tennessee and thereby engage in brokering
commercial mortgage loans.

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 Sovran Financial Corporation, Norfolk, Virginia -- for approval to acquire Tennessee Valley Life Insurance Company, Nashville, Tennessee and thereby engage in reinsuring credit life, accident and health insurance directly related to extensions of credit by the subsidiary banks of Commerce Union Corporation, Nashville, Tennessee.
- Atlanta The Citizens and Southern Corporation, Atlanta, Georgia -- to engage *de novo* (engaging in full pay-out personal and real property leasing) through its subsidiary, C&S Capital Corporation, Atlanta, Georgia and Arlington, Texas. (7/19/87)
- Chicago First Colonial Bankshares Corporation, Chicago, Illinois -- for approval to acquire Mid-States Financial Corporation, Schaumburg, Illinois and thereby engage in the leasing of personal or real property.
- Chicago First of America Bank Corporation, Kalamazoo, Michigan -- to engage *de novo* (providing to others financially related data processing and data transmission services, facilities, and data bases, or access to them) through its wholly-owned subsidiary, First of America Computer Services, Inc., Kalamazoo, Michigan. (7/15/87)
- Chicago Huntley Bancshares, Inc., Huntley, Illinois -- for approval to acquire Rohrson Insurance Agency, Hampshire, Illinois and thereby engage in the sale and servicing of all types of insurance to the general public in the surrounding area of Huntley, Illinois and Hampshire, Illinois.
- San Francisco First Interstate Bancorp, Los Angeles, California -- for approval to acquire Allied Agency, Inc., Houston, Texas and to engage in credit-related insurance agency activities.
- San Francisco First Interstate Bancorp, Los Angeles, California -- for approval to acquire Bancshares Leasing, Inc., Houston, Texas and to engage in single investor and leveraged leasing financing.

APPLICATIONS RECEIVED - Continued

- San Francisco First Interstate Bancorp, Los Angeles, California -- for approval to acquire Allied Life Insurance Company of Texas, Houston, Texas -- and to engage in underwriting and reinsuring credit-related life, accident and health insurance.
- San Francisco First Interstate Bancorp, Los Angeles, California -- for approval to acquire Allied Trust Company, Houston, Texas and to engage in corporate and institutional trust services.
- San Francisco First Interstate Bancorp of Texas, Inc., Los Angeles, California -- for approval to acquire Allied Agency, Inc., Houston, Texas and to engage in credit-related insurance agency activities.
- San Francisco First Interstate Bancorp of Texas, Inc., Los Angeles, California -- for approval to acquire Allied Bancshares Brokerage, Inc., Houston, Texas and to engage in discount brokerage activities.
- San Francisco First Interstate Bancorp of Texas, Inc., Los Angeles, California -- for approval to acquire Allied Bancshares Leasing, Inc., Houston, Texas and to engage in single investor and leveraged leasing financing.
- San Francisco First Interstate Bancorp of Texas, Inc., Los Angeles, California -- for approval to acquire Allied Life Insurance Company of Texas, Houston, Texas and to engage in underwriting and reinsuring credit-related life, accident and health insurance.
- San Francisco First Interstate Bancorp of Texas, Inc., Los Angeles, California -- for approval to acquire Allied Trust Company, Houston, Texas and to engage in corporate and institutional trust services.
- San Francisco Landmark Bancorp, La Habra, California -- to engage **de novo** (engaging in the activities of a trust company of a fiduciary, agency, or custodial nature) through Excelmark Financial Services, Inc., La Habra, California.
(7/17/87)

APPLICATIONS RECEIVED - Continued

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

Philadelphia Meritor Savings Bank has filed an agreement with the Federal Reserve Bank of Philadelphia (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.