

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1988, No. 52
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending December 24, 1988.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Bank of Boston Corporation, Boston, Massachusetts --
to acquire factoring assets and related liabilities
of First Union Commercial Corporation, Charlotte,
North Carolina.
Approved, December 20, 1988.

Barnett Banks, Inc., Jacksonville, Florida -- to
acquire Barnett Federal Savings Bank, the successor
to First Federal Savings and Loan Association of
Columbus, Georgia.
Approved, December 20, 1988.

First Bank System, Inc., Minneapolis, Minnesota -- to
merge with Suburban Bancorporation, Inc., Eden
Prairie, Minnesota, and acquire Suburban National
Bank.
Approved, December 20, 1988.

The Fuji Bank, Limited, Tokyo, Japan -- to acquire
Kleinwort Benson Government Securities Inc.,
Chicago, Illinois, and engage in certain securities
and financial advisory activities.
Approved, December 19, 1988.

MNC Financial, Inc., Baltimore, Maryland -- to
acquire Virginia Federal Savings Bank, Richmond,
Virginia.
Approved, December 20, 1988.

BOARD OPERATIONS

Office of the Secretary -- appointment of
Jennifer J. Johnson as Associate Secretary.
Approved, December 20, 1988.

Salaries -- general pay increase of 4.1 percent for
Board employees under the regular salary schedule,
effective January 1, 1989.
Approved, December 19, 1988.

Salaries -- new salary schedules and compensation
program for Wage/Printing staff employees,
effective January 15, 1989.
Approved, December 19, 1988.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

INTERNATIONAL OPERATIONS

Ormside Proprietary Limited, Melbourne, Australia;
Overseas Finance Holdings Proprietary Limited;
Aylworth Proprietary Limited; Costa Mesa Limited,
London, England; Costa Mesa Holding Curacao,
Netherlands Antilles; Citizens Financial Holdings
B.V.; Amsterdam Netherlands; and Citizens Holdings,
Newport Beach, California -- to acquire Pratt
Finance (Asia) Limited, Hong Kong.
Approved, December 19, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK BRANCHES, DOMESTIC

Chicago	Bankers Trust Company, Des Moines, Iowa -- to establish an automated teller machine at Food Saver, 3799 86th Street, Urbandale, Iowa. Approved, December 20, 1988.
Chicago	Comerica Bank - Detroit, Detroit, Michigan -- to retain offsite electronic facilities at GM Poletown Plant, 2500 E. General Motors Blvd; CPC Headquarters, 30001 Mound Road, Warren; and Oaktec, 3551 Hamlin Road, Auburn Hills, Michigan. Approved, December 20, 1988.
Atlanta	Family Bank of Hallandale, Hallandale, Florida -- to establish a branch at 4491 South State Road 7, Davie, Florida. Approved, December 22, 1988.
Cleveland	Ohio Citizens Bank, Toledo, Ohio -- to establish a branch at 7105 Spring Meadows W. Drive, Holland, Ohio. Approved, December 19, 1988.
Chicago	The Ripley County Bank, Osgood, Indiana -- to establish a branch at the corner of Carr and Franklin Streets, Milan, Indiana. Approved, December 21, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK BRANCHES, DOMESTIC

Chicago Security Bank and Trust Company, Southgate, Michigan
-- to establish a branch in the vicinity of Six
Mile and Haggerty Road, Livonia, Michigan.
Approved, December 20, 1988.

BANK HOLDING COMPANIES

Kansas City Affiliated Bankshares of Colorado, Inc., Denver,
Colorado -- to engage de novo in credit related and
general insurance activities.
Permitted, December 21, 1988.

Minneapolis American Bancorporation, Inc., St. Paul, Minnesota,
and Jacob Schmidt Company -- to acquire Barnesville
Investment Corporation, Barnesville; First National
Bank; and engage in insurance agency activities
through First Agency of Barnesville.
Approved, December 19, 1988.

St. Louis Bainum Bancorp, Glenwood, Arkansas -- to acquire The
Bank of Glenwood.
Approved, December 19, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Kansas City	Conway BanCorp, Inc., Conway Springs, Kansas -- to acquire The State Bank of Conway Springs. Approved, December 21, 1988.
Minneapolis	Dassel Investment Company, Minneapolis, Minnesota -- to acquire .54 percent of Fidelity State Bank, New Prague, Minnesota. Approved, December 20, 1988.
New York	Evans Bancorp, Inc., Angola, New York -- to acquire The Evans National Bank of Angola. Approved, December 21, 1988.
Cleveland	Fifth Third Bancorp, Cincinnati, Ohio -- to acquire New Palestine Bancorp, New Palestine, Indiana. Approved, December 21, 1988.
Richmond	First Banc Securities, Inc., Morgantown, West Virginia -- to acquire First Bank, National Association, Uniontown, Pennsylvania. Approved, December 22, 1988.
Philadelphia	First Fidelity Bancorporation, Newark, New Jersey -- to expand service area through First Fidelity Community Development Corporation. Permitted, December 19, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Chicago	First of America Bank Corporation - Indiana, Kalamazoo, Michigan, and First of America Bank Corporation, Kalamazoo -- to acquire Wabash Valley Bancorporation, Inc., Peru, Indiana, and Wabash Valley Bank and Trust Company. Approved, December 20, 1988.
Chicago	First Wisconsin Corporation, Milwaukee, Wisconsin -- to acquire Metro Bancorp, Incorporated, Phoenix, Arizona, and Metropolitan Bank. Approved, December 19, 1988.
Chicago	IBT Bancorp, Mt. Pleasant, Michigan -- to acquire Isabella Bank and Trust. Approved, December 20, 1988.
Chicago	Indecorp, Inc., Chicago, Illinois -- to acquire Drexel Holding Company, Oak Park, Illinois, and Drexel National Bank, Chicago, Illinois. Approved, December 23, 1988.
New York	Lakeland Bancorp, Inc., Newfoundland, New Jersey -- to acquire Lakeland State Bank. Approved, December 21, 1988.
Chicago	NBD Bancorp, Inc., Detroit, Michigan -- to acquire Serve Corps Mortgage Corp., Downers Grove, Illinois. Permitted, December 23, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

St. Louis	Old National Bancorp, Evansville, Indiana -- to acquire the successor by merger to First Service Bancshares, Inc., Greenville, Kentucky, and The First State Bank of Greenville, Kentucky, Inc.. Approved, December 21, 1988.
Minneapolis	Park Financial Corporation, St. Louis Park, Minnesota -- to engage de novo in discount brokerage through Park Investment Corporation. Permitted, December 21, 1988.
San Francisco	PTB Corporation, Salem, Oregon -- to acquire Pioneer Trust Bank, N.A., Salem, Oregon. Approved, December 22, 1988.
Richmond	Sovran Financial Corporation, Norfolk, Virginia -- to acquire First National Bank of Collierville, Collierville, Tennessee. Approved, December 19, 1988.
Richmond	Sovran Financial Corporation, Norfolk, Virginia -- to acquire First Bank of Marion County, South Pittsburg, Tennessee. Approved, December 19, 1988.
Atlanta	SunTrust Banks, Inc., Atlanta, Georgia -- to engage de novo in home mortgage redemption insurance through SunTrust Insurance Company. Permitted, December 23, 1988.
Dallas	Wheeler County Bancshares Inc., Shamrock, Texas -- to acquire First Bank & Trust. Approved, December 19, 1988.
Kansas City	Whiting Bankshares, Inc., Whiting, Kansas -- to acquire The State Bank of Lancaster, Lancaster, Kansas. Approved, December 23, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK MERGERS

San Francisco The Continental Bank & Trust Company, Salt Lake City,
Utah -- to acquire certain assets and liabilities
of The Tracy Collins Bank and Trust Company.
Approved, December 23, 1988.

St. Louis First Bank of Johnston City, Johnston City, Illinois
-- to merge with First Bank of Carbondale,
Carbondale, Illinois.
Approved, December 22, 1988.

BANK PREMISES

Cleveland Ohio Citizens Bank, Toledo, Ohio -- investment in
bank premises.
Approved, December 19, 1988.

Chicago Peoples Bank, Bloomington, Illinois -- investment in
bank premises.
Approved, December 21, 1988.

Chicago Rushville State Bank, Rushville, Illinois --
investment in bank premises.
Approved, December 19, 1988.

St. Louis UniSouth Banking Corporation, Columbus, Mississippi
-- investment in bank premises.
Approved, December 21, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

CAPITAL STOCK

Kansas City	Circle Management Company, Kearney, Nebraska -- redemption of shares. Approved, December 23, 1988.
Kansas City	Greater Metro Bank Holding Company, Aurora, Colorado -- redemption of shares. Approved, December 23, 1988.
Atlanta	Guaranty Capital Corporation, Mamou, Louisiana -- redemption of shares. Approved, December 23, 1988.

CHANGE IN BANK CONTROL

Kansas City	Circle Management Company, Kearney, Nebraska -- change in bank control. Permitted, December 23, 1988.
Minneapolis	First Bancshares of Valley City, Inc., Valley City, North Dakota -- change in bank control. Permitted, December 21, 1988.
New York	First Empire State Corporation, Buffalo, New York -- change in bank control. Permitted, December 19, 1988.
Atlanta	Hartsville Bancshares, Inc., Hartsville, Tennessee -- change in bank control. Permitted, December 23, 1988.
Chicago	Highland Community Company, Chicago, Illinois -- change in bank control. Permitted, December 19, 1988.
Dallas	Luling Bancshares, Inc., Luling, Texas -- change in bank control. Returned, December 19, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

CHANGE IN BANK CONTROL

St. Louis National Banking Corp., North Little Rock, Arkansas
 -- change in bank control.
 Permitted, December 23, 1988.

COMPETITIVE FACTORS REPORTS

Cleveland First Bank, National Association, Uniontown,
 Pennsylvania, proposed purchase and assumption of
 certain liabilities of three branch offices of
 Gallatin National Bank; and two branches of First
 National Bank & Trust Company, Washington,
 Pennsylvania -- report on competitive factors.
 Submitted, December 20, 1988.

Chicago Keokuk Savings Bank & Trust Company, Keokuk, Iowa,
 proposed merger with Norwest Bank Keokuk, N.A. --
 report on competitive factors.
 Submitted, December 21, 1988.

Chicago Metrobank, East Moline, Illinois, proposed merger
 with Coloma Avenue State Bank -- report on
 competitive factors.
 Submitted, December 20, 1988.

Boston The New Haven Savings Bank, New Haven, Connecticut,
 proposed acquisition of the Old Saybrook Branch of
 Society For Savings, Hartford, Connecticut --
 report on competitive factors.
 Submitted, December 22, 1988.

Atlanta Peoples State Bank, New Port Richey, Florida,
 proposed purchase of assets and assumption of
 liability to pay deposits of the Bayonet Square
 Branch of Pioneer Savings Bank -- report on
 competitive factors.
 Submitted, December 23, 1988.

New York Redwood National Bank, Alexandria Bay, New York,
 proposed merger with RNB National Bank -- report on
 competitive factors.
 Submitted, December 21, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

- San Francisco Santa Barbara Bank and Trust, Santa Barbara, California, proposed merger with Community Bank of Santa Ynez Valley, Solvang, California -- report on competitive factors.
Submitted, December 20, 1988.
- San Francisco Trans Pacific National Bank, San Francisco, California, proposed acquisition of certain assets and assumption of liabilities of the main branch of Golden Coin Savings & Loan Association -- report on competitive factors.
Submitted, December 22, 1988.

EXTENSIONS OF TIME

- New York BNB Holding Company, Inc., New York, New York -- extension to March 19, 1988, to acquire Broadway National Bank.
Granted, December 19, 1988.
- San Francisco Canadian Imperial Bank of Commerce, Toronto, Ontario, Canada -- extension to divest certain shares.
Granted, December 22, 1988.
- Atlanta The Citizens and Southern Corporation, Atlanta, Georgia; Citizens and Southern Georgia Corporation; and C&S Business Credit Inc., Tucker, Georgia -- extension to March 18, 1989, to acquire certain assets of Citizens and Southern Commercial Corporation; and Chemical Business Credit Corp., Long Island, New York; and Chemical Bank, New York, New York.
Granted, December 19, 1988.
- Richmond Sovran Financial Corporation, Norfolk, Virginia -- extension to March 23, 1989, to engage in trust company activities.
Granted, December 23, 1988.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

INTERNATIONAL OPERATIONS

New York	Irving International Financing Corporation, New York, New York -- to invest in SPS Negocios e Participacoes SC Limitada, Rio de Janeiro, Brazil. Permitted, December 24, 1988.
Atlanta	Whitney National Bank, New Orleans, Louisiana -- to establish a shell branch in Georgetown, Grand Cayman, British West Indies. Approved, December 19, 1988.

MEMBERSHIP

St. Louis	Landmark Bank of Edgemont, East St. Louis, Illinois -- six month waiting period to withdraw from membership in the Federal Reserve System. Waived, December 23, 1988.
St. Louis	Landmark Bank of Mascoutah, Mascoutah, Illinois -- six month waiting period to withdraw from membership in the Federal Reserve System. Waived, December 23, 1988.

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DECEMBER 19, 1988 TO DECEMBER 24, 1988
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ADDITIONS AND CORRECTIONS

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

INTERNATIONAL OPERATIONS

Philadelphia Fidelity Bank, National Association, Malvern,
 Pennsylvania -- to establish a branch in Hong Kong.
 Withdrawn, November 28, 1988.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

<u>Application</u>		<u>Comment Period Ending Date</u>
	NONE	

SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE

<u>Application</u>		<u>Comment Period Ending Date</u>
Eastern Savings Bancorp, Inc., Lynn, Massachusetts - 3(a)(1)/4(c)(8) application to become a bank holding company through the acquisition of Eastern Bank, Lynn, Massachusetts*	<u>Newspaper</u>	12-31-88
	<u>Federal Register</u>	01-05-89

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

<u>Application</u>		<u>Comment Period Ending Date</u>
Fleet/Norstar Financial Group, Inc., Providence, Rhode Island - 4(c)(8) application for prior approval of the acquisition of approximately 35% of the outstanding voting capital stock of Capital Guaranty Corporation, San Francisco, California	<u>Federal Register</u>	Not Yet Established

Bank of New England Corporation, Boston, Massachusetts - 4(c)(8) application to engage in the underwriting and dealing of all types of debt securities through BNE Capital Markets, Inc., Boston, Massachusetts	<u>Federal Register</u>	Not Yet Established
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*Subject to CRA

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

<u>Application</u>		<u>Comment Period Ending Date</u>
BayBanks, Inc., Boston, Massachusetts - 4(c) (8) application to acquire 11.21% of the voting shares of The New York Switch Corporation, Hackensack, New Jersey	<u>Federal Register</u>	01-13-89

SECTION IV - APPLICATIONS NOT SUBJECT TO
FEDERAL REGISTER OR NEWSPAPER NOTICE

<u>Application</u>	
	NONE

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
 Notice Only

Central Trust Company, Rochester, New York to establish a branch at the Perinton Square Mall, corner of Routes 250 and 31, Fairport, New York. 1/ 1/19/89

United Jersey Bank/Commercial Trust, Jersey City, New Jersey to establish a branch at Newport Office Center I, 2 Pavonia Street, Jersey City, New Jersey. 1/ 1/19/89

Chemical Bank, New York, New York to establish branches at (1) Gralla Publications, 1515 Broadway, New York, New York; (2) North General Home Attendant Corporation, 205 East 122nd Street, New York, New York; (3) The Guardian, 201 Park Avenue South, New York, New York; (4) Mary Manning Walsh Home, 1339 York Avenue, New York, New York; (5) The Parkway Hospital, 70-35 113th Street, Forest Hills, New York; (6) Interfaith Medical Center, 555 Prospect Place, Brooklyn, New York; (7) Interfaith Medical Center, 1545 Atlantic Avenue, Brooklyn, New York; and (8) Willkie Farr & Gallagher, Citicorp Center, 153 East 53rd Street, New York, New York. 1/ 1/19/89

Chemical Bank, New York, New York to establish branches at (1) Cowen & Company, Financial Square, 32 Old Slip, New York, New York; and (2) American Express Travel Related Services, 770 Broadway, New York, New York. 1/ 1/23/89

SECTION II

Applications Subject to Both
 Newspaper and Federal Register Notice

Eastchester Financial Corporation, White Plains, New York to become a bank holding company with respect to Eastchester Savings Bank, White Plains, New York. 1/ 1/21/89 3/

Employees' Profit-Sharing Plan of United States Trust Company of New York and Affiliated Companies, New York, New York to acquire up to 16% of the shares of U.S. Trust Corporation, New York, New York. N/A

Comment Period
Ending Date

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

Canadian Imperial Bank of Commerce, Toronto, Canada to engage through its subsidiary, Wood Gundy Corp., in underwriting and dealing, to a limited extent, in (1) debt securities and (2) equity securities. N/A

SECTION IV

Applications Not Involving
Public Comment

None.

-
- 1/ Subject to provisions of Community Reinvestment Act.
 - 2/ Later of dates specified in newspaper and Federal Register notices.
 - 3/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.
- N/A - Not Available



**FEDERAL
RESERVE BANK OF
PHILADELPHIA**

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

Meridian Bank, Reading, PA to make an 1/
additional investment in bank premises
pursuant to Section 24A of the Federal
Reserve Act by establishing a Loan
Production Office to be located at 455
Business Center Drive, Horsham Business
Center/Canterberry Corporate Center,
Horsham, Montgomery County, PA

1/17/89

Corrections to Section I of the Applications Bulletin (2 different weeks)

Bulletin dated 12/19/88 - Berks County Bank, Reading, PA to establish an
off-site electronic banking facility to be located at St. Joseph Hospital,
12th and Walnut Sts., Reading, PA - change newspaper comment period from
1/11/89 to 1/18/89. 1/

Bulletin dated 12/5/88 - change the newspaper comment period on the two below
from 12/25/88 to 1/18/89

Farmers Trust Company of Lebanon, Pa., Lebanon, PA to establish a branch in
the North Londonderry Square Shopping Center, Route #422, North Londonderry
Township, Lebanon County, Palmyra, PA 1/

Farmers Trust Company of Lebanon, Pa., Lebanon, PA to establish a branch in
the Cedar Credit Square Shopping Center, Route #72, North Cornwall Township,
Lebanon County, PA 1/

SECTION II - APPLICATIONS SUBJECT TO BOTH NEWSPAPER AND
FEDERAL REGISTER NOTICE

Comment Period Ending Date

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

Comment Period Ending Date

None.

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE

None.

1/ Subject to provisions of Community Reinvestment Act.

Ten Independence Mall, Philadelphia, PA 19106, (215) 574-6000

Applications Bulletin
For Week Ending December 24, 1988

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER

NOTICE ONLY

30, 1988

Received application on November 30, 1988
from Commerce Exchange Bank, Beachwood, Ohio,
for permission to establish a branch at 25000
Country Club Boulevard, North Olmsted, Ohio.

*January 4, 1989

SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE

Received Section 3(a) (1) application on
December 2, 1988 from New Financial Corp.,
Wilmington, Delaware, to acquire Bank of
Delaware Corporation, Wilmington, Delaware.

* F - January 3, 1989

Received Section 3(a) (3) application on
December 21, 1988 from The National Bancorp
of Kentucky, Lexington, Kentucky, to acquire
National Bank & Trust Company of Paris, Paris,
Kentucky.

* January 20, 1989

Received Notice of Change in Bank Control on
December 22, 1988 from Mr. Alex Patterson,
Mount Sterling, Kentucky, of his intent to
acquire up to 11.10 percent of the total shares
outstanding of Mount Sterling National Holding
Company, Mount Sterling, Kentucky.

Not Yet Known #

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- * - Subject to CRA
 - # - Expected to end approximately 30 days from the date of receipt
 - N - Newspaper Comment Period
 - F - Federal Register Comment Period

Applications Bulletin
For Week Ending December 24, 1988

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER

NOTICE ONLY

Received Section 4(c) (8) application on January 3, 1989
December 2, 1988 from New Financial Corp.,
Wilmington, Delaware, to acquire Del Vest,
Inc., and Christina Life Insurance Company,
both of Wilmington, Delaware, and both owned
by Bank of Delaware Corporation, Wilmington,
Delaware.

Received Section 4(c) (8) Notice on December 19, 1988 from Colonial Banc Corp., Eaton, Ohio, of its intent to engage *de novo* in securities brokerage activities pursuant to Section 225.25(b) (15) of Regulation Y through its wholly-owned subsidiary, Financial Services, Inc., Eaton, Ohio. Not Yet Known #

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE

OR NEWSPAPER NOTICE

Received request on December 19, 1988 from Ohio Citizens Bank, Toledo, Ohio, for permission to exceed its limit of investment in bank premises permitted under Section 24A of the Federal Reserve Act.

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- * - Subject to CRA
 - # - Expected to end approximately 30 days from the date of receipt
 - N - Newspaper Comment Period
 - F - Federal Register Comment Period

Applications Bulletin
For Week Ending December 24, 1988

Received request from Ohio Citizens Bank,
Toledo, Ohio, for permission to exceed its
limit of investment in bank premises permitted
under Section 24A of the Federal Reserve Act.

Received request from Genoa Banking Company,
Genoa, Ohio, for permission to exceed its limit
of investment in bank premises permitted under
Section 24A of the Federal Reserve Act.

-
- * - Subject to CRA
 - # - Expected to end approximately 30 days from the date of receipt
 - N - Newspaper Comment Period
 - F - Federal Register Comment Period

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

Application

Comment Period Ending Date

None

Section II - Applications Subject to Both
Newspaper and Federal Register Notice

Application

Comment Period Ending Date

Crestar Financial Corporation, Richmond,
Virginia, for prior approval to merge
with Colonial-American Bankshares
Corporation, Roanoke, Virginia.*

1-21-89

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

CB&T Financial Corp., Fairmont, West Virginia,
to engage de novo in making and servicing
commercial loans and other extensions of
credit and making equity investments of 5%
or less through its subsidiary, CB&T Capital
Investment Company, Fairmont, West Virginia.
The activities would be conducted in West
Virginia.**

1-13-89

Matewan BancShares, Inc., Matewan, West
Virginia, to engage de novo in making and
servicing commercial loans and other
extensions of credit and making equity
investments of 5% or less through its
subsidiary, Matewan Venture Fund, Inc.,
Matewan, West Virginia. The activities
will be conducted in West Virginia.

Not Yet Available

Section IV - Applications Not Subject to
Federal Register Notice or Newspaper Notice

Application

None

*Application is subject to CRA.

**Expiration of comment period specified in the Federal Register.

BANKING SUPERVISION AND REGULATION

Status Report on Applications
December 27, 1988

<u>Drafts Received</u>	<u>Date Received</u>
SHF Suburban Bankshares, Inc., Falls Church, Va. to become a BHC - Suburban Bank of Virginia, Annandale, Va.	6-17-88
SHF Suburban Bank of Virginia, Annandale, Va., an organizing bank, for membership in the Federal Reserve System	6-17-88
ALG The Citizens Commonwealth Bank, Clarksville, Va., an organizing bank, for membership in the Federal Reserve System	8-5-88
ECS Peninsula Trust Bank, Incorporated, Gloucester, Va., an organizing bank, for membership in the Federal System	9-19-88
DMB Citizens Bancorp, Riverdale, Md., to acquire Arlington Bank, Arlington, Va. (an related merger and membership applications)	10-13-88
ALG Annapolis Bancshares, Inc., Annapolis, Md., to become a BHC - Bank of Annapolis, Annapolis, Md.	10-21-88
ALG Bank of Annapolis, Annapolis, Md., for membership in the Federal Reserve System	10-21-88
SHF Financial Future Corporation, Ceredo, West Va., to acquire First Bancorp of Wayne, Sprague, West Va.	11-25-88
ECS BTNC Corp., Greensboro, N. C., to become a BHC - Bankers Trust of North Carolina, Greensboro, N. C.	12-23-88

December 26, 1988

Federal Reserve Bank of Atlanta
Applications Bulletin

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Sovran Bank/Chattanooga Chattanooga, Tennessee To merge with First Bank of Marion County, South Pittsburg, Tennessee.	02-02-89 (CRA) Newspaper

Section II - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
Alabama National Bancorporation Shoal Creek, Alabama To acquire Bank of Alabama, Fultondale, Alabama.	01-10-89 Newspaper
First Commercial Bancshares, Inc. Jasper, Alabama To acquire Sterling Bank, Montgomery, Alabama (in organization).	01-09-89 Federal Register & Newspaper
Gwinnett Bancorp, Inc. Duluth, Georgia 1-BHC formation, Gwinnett National Bank, Duluth, Georgia (in organization).	01-16-89 Newspaper
Parish National Corporation Bogalusa, Louisiana To acquire Central Progressive Bank of Amite, Amite, Louisiana and Parish National Bank of St. Tammany Parish, Covington, Louisiana.	
First American Bancshares, Inc. New Orleans, Louisiana Change in control by the Ferruzzi Family to acquire an additional 50 percent of the outstanding shares of common stock.	

Section III - Applications Subject to
Federal Register Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Summerville/Trion Bancshares, Inc. Summerville, Georgia To engage <i>de novo</i> in insurance activities, pursuant to section 225.25 (b) (8) (ii) of Regulation Y.	

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch	Independent Bank - South Michigan Leslie, Michigan 315 Lansing Road Charlotte, Michigan*	N - 12-27-88

Section II - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-2	First Wisconsin Corporation Milwaukee, Wisconsin Stillwater Holding Company Stillwater, Minnesota First National Bank of Stillwater Stillwater, Minnesota Hugo Bancorporation, Inc. Stillwater, Minnesota First State Bank of Hugo Hugo, Minnesota*	FR - ** N - 12-31-88
Y-2	F.W.S.B. Corporation Milwaukee, Wisconsin Stillwater Holding Company Stillwater, Minnesota First National Bank of Stillwater Stillwater, Minnesota Hugo Bancorporation, Inc. Stillwater, Minnesota First State Bank of Hugo Hugo, Minnesota*	FR - ** N - 12-31-88
Y-1	AFC Acquisition Corporation Detroit, Michigan Alliance Financial Corporation Dearborn, Michigan Dearborn Bank and Trust Company Dearborn, Michigan Huron Community Bank East Tawas, Michigan*	FR - 12-30-88 N - 12-31-88
Y-2	Comerica Incorporated Detroit, Michigan Alliance Financial Corporation Dearborn, Michigan Dearborn Bank and Trust Company Dearborn, Michigan Huron Community Bank East Tawas, Michigan*	FR - 12-30-88 N - 12-31-88

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both
Newspaper and Federal Register Notice
Continued

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-1	Chandlerville Bancshares, Inc. Chandlerville, Illinois Peoples State Bank of Chandlerville Chandlerville, Illinois*	FR - 1-9-89 N - 12-24-88
Y-1	Athens Bancorp, Inc. Athens, Illinois Athens State Bank Athens, Illinois*	FR - 1-11-89 N - 12-26-88
Y-2	Foresight Financial Group, Inc. Freeport, Illinois Northwest Funding Co. Rockford, Illinois Northwest Bank of Rockford Rockford, Illinois*	FR - 12-30-88 N - 1-5-89
Y-2	Marshall & Ilsley Corporation Milwaukee, Wisconsin M&I Greater Waukesha Bank (in organization) Pewaukee, Wisconsin*	FR - 1-9-89 N - **
Y-1	Coal City Corporation Wilmette, Illinois Allied Banc Corporation Morton Grove, Illinois Allied Bank/Coal City National Coal City, Illinois*	FR - ** N - **
Y-2	Antrim Financial Corporation Mancelona, Michigan First of America Bank-Grand Traverse, National Association Traverse City, Michigan*	FR - ** N - 1-14-89
COC-HC	Aurelia FT & S Bankshares, Inc. Aurelia, Iowa George and Ruth Pingrey	FR - ** N - **
Y-2	First of America Bank Corporation Kalamazoo, Michigan Antrim Financial Corporation Mancelona, Michigan Antrim County State Bank Mancelona, Michigan*	FR - ** N - 1-14-89

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both
Newspaper and Federal Register Notice
Continued

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-1	Farmers Savings Bank, Trustee of Farmers Savings Bank Employee Stock Ownership Plan and Trust West Union, Iowa The Farmers Savings Bank West Union, Iowa*	FR - ** N - **
Y-1	First National Bank of Blue Island ESOT Blue Island, Illinois Great Lakes Financial Resources, Inc. Blue Island, Illinois First National Bank of Blue Island Blue Island, Illinois Community Bank of Homewood-Flossmore Homewood, Illinois*	FR - 1-3-89 N - 1-2-89
Y-1	Tompkins Bancorp, Inc. Avon, Illinois Tompkins State Bank Avon, Illinois*	FR - ** N - 12-11-88
Y-2	First National Bankshares, Inc. Logansport, Indiana First Bank of America, Inc. Monticello, Indiana First National Bank of Indiana Monticello, Indiana*	FR - ** N - **

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-4	AFC Acquisition Corporation Detroit, Michigan Alliance Data Services, Inc. Dearborn, Michigan	FR - 12-30-88 N - 12-31-88
Y-4	Comerica Incorporated Detroit, Michigan Alliance Data Services, Inc. Dearborn, Michigan	FR - 12-30-88 N - 12-31-88

Federal Reserve Bank of Chicago

Section IV - Applications Not Subject to Federal Register Notice
Or Newspaper Notice

Type Application

None

- N - Newspaper
- FR - Federal Register
- * - Subject to provisions of Community Reinvestment Act
- ** - Not available at this time

Federal Reserve Bank of St. Louis

Federal Reserve Bank of St. Louis

Application

Comment Period Ending Date

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER

NOTICE ONLY

* Section 18(c) of the Federal Deposit Insurance Act application by Sovran Bank/ Memphis, Memphis, Tennessee (a State member bank and survivor), to merge with First National Bank of Collierville, Collierville, Tennessee, and Section 9 of the Federal Reserve Act application to establish branches

(Not available)

SECTION II - APPLICATIONS SUBJECT TO BOTH

NEWSPAPER AND FEDERAL REGISTER NOTICE

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER

None.

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE

OR NEWSPAPER NOTICE

None.

* This application is subject to CRA.

FEDERAL RESERVE BANK OF MINNEAPOLIS

**Section I - Applications Subject to
Newspaper Notice Only**

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

**Section II - Applications Subject to Both
Newspaper and Federal Register Notice**

<u>Application</u>	<u>Comment Period Ending Date</u>
Lakeland Bancshares, Inc. Lyle, MN To acquire Bank of Lyle, Lyle, Minnesota*	Not yet available

**Section III - Applications Subject
to Federal Register Notice Only**

<u>Application</u>	<u>Comment Period Ending Date</u>
First Bank System, Inc. Minneapolis, MN To acquire and manage classified and other low quality assets from the bank subsidiaries of its direct bank holding company subsidiary, Central Bancorporation, Inc., Denver, CO. The activity will be conducted in Colorado through FBS Credit Services, Inc.	1-9-89

**Section IV - Applications Not Subject to
Federal Register Notice or Newspaper Notice**

<u>Application</u>
None.

*Subject to CRA

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER

NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Alpine Bank, Aspen, Aspen, Colorado, for prior approval to become a member in the Federal Reserve System.	Not Available

SECTION II - APPLICATIONS SUBJECT TO BOTH

NEWSPAPER AND FEDERAL REGISTER NOTICE

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Jack R. Yoakum, Locust Grove, Oklahoma, for prior approval to increase his proportionate ownership interest of Locust Grove Bانشares, Inc., Locust Grove, Oklahoma, by 41.53 percent to 50.69 percent.	Not Available
Gerald E. Gunderson, Wausa, Nebraska, for prior approval to increase his proportionate ownership interest of Wausa Bانشares, Inc., Wausa, Nebraska, by 4.18 percent to 14.67 percent; Doug Johnson, Wausa, Nebraska, for prior approval to acquire 4.79 percent; Mark J. Behm, Hartington, Nebraska, for prior approval to acquire 2.74 percent; Rodney E. Banks, Wausa, Nebraska, for prior approval to acquire 2.19 percent; Richard L. Tollefson, Wausa, Nebraska, for prior approval to acquire 5.48 percent; LaVon Johnson, Wausa, Nebraska, for prior approval to acquire 5.48 percent; Gene Johnson, Wausa, Nebraska, for prior approval to acquire 5.48 percent; Adrian H. Frevert, Wausa, Nebraska, for prior approval to acquire 5.48 percent; Charles R. Carlson, Wausa, Nebraska, for prior approval to acquire 4.11 percent; Swanson Brothers Partnership, Wausa, Nebraska, for prior approval to acquire 4.11 percent; Harold V. Johnson, Wausa, Nebraska, for prior approval to acquire 1.37 percent;	Not Available

Marian Carlson, Wausa, Nebraska, for prior approval to acquire 1.37 percent; Dwain Kumm, Wausa, Nebraska, for prior approval to acquire 1.37 percent; Robert H. and Randal Meyer, Randolph, Nebraska, for prior approval to acquire 5.48 percent; Elwin F. Banks, Wausa, Nebraska, for prior approval to increase his proportionate ownership interest by 2.88 percent to 9.67 percent; Lowell Koehn, Osmond, Nebraska, for prior approval to acquire 2.74 percent; Lowell C. Erickson, Wausa, Nebraska, for prior approval to acquire 1.37 percent; and Russell Johnson, Wausa, Nebraska, for prior approval to acquire 1.37 percent.

Chambanco, Inc., Chambers, Nebraska, for prior approval to acquire 56.2 percent of the voting shares of Ewing Agency, Inc., Ewing, Nebraska, parent of Farmers State Bank, Ewing, Nebraska.*

January 1, 1989

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER

NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
First National Bancshares of Winfield, Inc., Winfield, Kansas, for prior approval to acquire 100 percent of the voting shares of Oxford Insurance Agency, Inc., Oxford, Kansas, and thereby indirectly engage in insurance agency activities.	December 30, 1988

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE

OR NEWSPAPER NOTICE

APPLICATION

Wausa Banshares, Inc., Wausa, Nebraska, for prior approval to redeem 10,100 shares of its own voting common stock.

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF DECEMBER 19, 1988

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

<u>APPLICATION</u>	<u>NOTICE EXP</u>
None.	

SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE

<u>APPLICATION</u>	<u>** NOTICE EXP</u>
*Section 3(a)(1) application by Miami Bancshares, Inc., Miami, TX to acquire First State Bank of Miami, Miami, TX	89/01/12

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

<u>APPLICATION</u>	<u>NOTICE EXP</u>
Section 4(c)(8) application by Waskom Bancshares, Inc., Waskom, TX to engage <u>de novo</u> in the activity of providing accident health and life insurance that is directly related to the extension of credit by an institution within the Bank Holding Company organization.	N/A

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE

<u>APPLICATION</u>
None.

* SUBJECT TO CRA.
** EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY.
N/A - NOT AVAILABLE AT THIS TIME.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 12/23/88

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Continental Bank & Trust Company, Salt Lake City, Utah, purchase and assumption of certain banking assets of Tracy Collins Bank & Trust, Salt Lake City, Utah. *	<u>Newspaper:</u> 12/23/88

Section II - Applications Subject to Both Newspaper and Federal Register Notice

Napa Valley Bancorp, Napa, California, to acquire 100 percent of Suisun Valley Bank, Fairfield, California. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 1/20/89
Siegel & Feldstein Voting Trust, Los Angeles, California, to increase voting shares from 20 percent to 35 percent of Griffin Holdings, Inc., Los Angeles, California.	<u>Newspaper:</u> 1/05/89 <u>Fed. Reg.:</u> 11/28/88
George Borba, Chino, California, to increase his ownership from 17.71 percent to 24.9 percent of the issued and outstanding shares of CVB Financial Corp., Chino, California.	<u>Newspaper:</u> 12/29/88 <u>Fed. Reg.:</u> 1/09/89
William W. Becker, et. al. to acquire an additional 1.75 percent of The Stockmen's Bancorp, Kingman, Arizona, resulting in an increase from 12.49 percent to 14.23 percent.	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 1/12/89
Antonio Grinalda, Cottonwood, Arizona, to retain existing ownership of 22.4 percent of the outstanding shares of Verde Valley Bancorp, Cottonwood, Arizona.	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> Not available
Arlen H. Andelson, Beverly Hills, California, and Arlen H. Andelson Family Trust, West Hollywood, California, to increase their combined ownership interests from 13.28 percent to 16.28 percent of BKLA Bancorp, West Hollywood, California.	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 1/13/89

Section III - Applications Subject to Federal Register Notice Only

Security Pacific Corporation, Los Angeles, California, to acquire Burns Fry Hoare Govett, Inc., New York, New York, and engage in brokerage, advisor and private placement activities.

Fed. Reg.: Not yet published

Section IV - Applications Not Subject to Federal Register Notice
or Newspaper Notice

None

* Subject to CRA.