

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1989, No. 2
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending January 14, 1989.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ADVISORY COUNCILS

Thrift Institutions Advisory Council -- appointment of six new members and designation of Gerald M. Czarnecki as President and Donald B. Shackelford as Vice President.
Announced, January 11, 1989.

BANK HOLDING COMPANIES

First Busey Corporation, Urbana, Illinois -- petition for reconsideration of Reserve Bank's approval of the application to acquire Community Bank of Mahomet, Mahomet, Illinois.
Denied, January 12, 1989.

The Shanghai Banking Corporation, Hong Kong, and Marine Midland Banks, Inc., Buffalo, New York -- to engage in trading foreign exchange futures, options, spot and forward transactions through Carroll McEntee & McGinley, Inc., New York, New York.
Approved, January 11, 1989.

REGULATIONS AND POLICIES

Regulation Z -- amendments to require additional disclosures for home equity lines of credit secured by a consumer's dwelling and to place limitations on the substantive terms offered by creditors.
Proposed, January 11, 1989.

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

ABBREVIATIONS: BS&R - Banking Supervision and Regulation; C&CA - Consumer and Community Affairs; FOMC - Federal Open Market Committee; FRBO - Federal Reserve Bank Operations; IF - International Finance; OSDM - Office of Staff Director for Management

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

BANK BRANCHES, DOMESTIC

St. Louis	Citizens Fidelity Bank and Trust Company, Louisville, Kentucky -- to establish a branch at 27th and Broadway. Approved, January 9, 1989.
Atlanta	First Gulf Bank, Gulfport, Florida -- to establish a branch at 1027 Nebraska Avenue, Palm Harbor, Florida. Approved, January 11, 1989.
Atlanta	Southeast Bank of Gainesville, Gainesville, Florida -- to establish a limited service branch at The Atrium Center, 2431 N.W. 41st Street. Approved, January 10, 1989.

BANK HOLDING COMPANIES

Chicago	Athens Bancorp, Inc., Athens, Illinois -- to acquire Athens State Bank. Approved, January 13, 1989.
Cleveland	B/W Bancshares, Inc., Lexington, Kentucky -- to acquire First National Bank and Trust Company of Georgetown, Georgetown, Kentucky. Approved, January 11, 1989.
St. Louis	Baxter County Bancshares, Inc., Mountain Home, Arkansas -- to acquire Peoples Bank Corporation, and Peoples Bank and Trust Company. Approved, January 12, 1989.
New York	Brunswick Bancorp, New Brunswick, New Jersey -- to engage de novo in certain nonbanking activities. Permitted, January 12, 1989.
New York	Brunswick Bancorp, New Brunswick, New Jersey -- to engage de novo in certain nonbanking activities. Permitted, January 12, 1989.
Boston	Canaan National Bancorp, Inc., Canaan, Connecticut -- to acquire The Canaan National Bank. Approved, January 12, 1989.

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

BANK HOLDING COMPANIES

Richmond	CB&T Financial Corp., Fairmont, West Virginia -- to engage de novo in loan activities through CB&T Capital Investment Company. Permitted, January 13, 1989.
Kansas City	Chambanco, Inc., Chambers, Nebraska -- to acquire Ewing Agency, Inc., and Farmers State Bank. Approved, January 13, 1989.
Chicago	Collins Bankcorp, Inc., Collins, Wisconsin -- to acquire Collins State Bank. Approved, January 12, 1989.
Kansas City	Commercial Security Bancshares, Inc., Stockton, Missouri -- to acquire Sac River Valley Bank. Returned, January 12, 1989.
Kansas City	Farmers and Merchants Bancshares, Inc., Crescent, Oklahoma -- to acquire Farmers and Merchants Bank of Piedmont, Piedmont, Oklahoma. Approved, January 12, 1989.
Atlanta	First Commercial Bancshares, Inc., Jasper, Alabama -- to acquire Sterling Bank, Montgomery, Alabama. Approved, January 11, 1989.
Chicago	First Oak Brook Bancshares, Inc., Oak Brook, Illinois -- to acquire Liberty Bancorp, Inc., Broadview, Illinois, and Liberty Bank. Approved, January 12, 1989.
Boston	Fleet / Northstar Financial Group, Inc., Providence, Rhode Island -- to acquire Cary Grant & Company, Inc., Chicago, Illinois. Approved, January 11, 1989.
Richmond	Greenville Financial Corporation, Greenville, South Carolina -- to acquire Greenville National Bank. Approved, January 12, 1989.
Atlanta	Harrogate Corporation, Harrogate, Tennessee -- to acquire Commercial Bank Group, Inc., Middlesboro, Kentucky. Approved, January 11, 1989.

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JANUARY 9, 1989 TO JANUARY 13, 1989

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

BANK HOLDING COMPANIES

New York	Keycorp, Albany, New York; Key Atlantic Bancorp; and Key Bancshares of New York Inc. -- to engage in credit related insurance activities through Key Bank Life Insurance, LTD., Phoenix, Arizona. Permitted, January 12, 1989.
Kansas City	Kimball Bancorp, Inc., Kimball, Nebraska -- to engage de novo in management consulting services to depository institutions. Withdrawn, January 10, 1989.
Minneapolis	Lakeside Bank Holding Company, New Town, North Dakota -- to acquire McKenzie County National Bank, Watford City, North Dakota. Approved, January 13, 1989.
New York	Long-Term Credit Bank of Japan, Limited, Tokyo, Japan -- to engage in certain nonbanking activities through Greenwich Capital Markets, Inc., Greenwich, Connecticut. Permitted, January 10, 1989.
Chicago	NEB Corporation, Fond du Lac, Wisconsin -- to acquire Mount Calvary State Bank, Mount Calvary, Wisconsin. Approved, January 12, 1989.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota, Norwest Financial Services, Inc., Des Moines, Iowa, and Norwest Financial, Inc., -- to acquire Charter Finance Company, Cape Girardeau, Missouri, and Mid South Finance Company of Illinois, McClure, Illinois, and engage in consumer finance activities. Approved, January 12, 1989.
Philadelphia	Omega Financial Corporation, State College, Pennsylvania -- to acquire Mifflinburg Bancorp, Inc., Mifflinburg, Pennsylvania. Approved, January 9, 1989.
Chicago	Star Financial Group, Inc., Marion, Indiana -- to engage de novo in fiduciary activities through Star Trust Company. Returned, January 10, 1989.

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

BANK HOLDING COMPANIES

St. Louis	Union Planters Corporation, Memphis, Tennessee -- to acquire United Southern Corporation, Clarksdale, Mississippi, and United Southern Bank. Approved, January 13, 1989.
San Francisco	W.T.B. Financial Corporation, Spokane, Washington -- to acquire Norban Financial Group, Inc., Coeur D'Alene, Idaho. Withdrawn, January 13, 1989.

BANK MERGERS

Dallas	Texas Bank, Weatherford, Texas -- to merge with Texas Bank of Denton, Denton, Texas. Approved, January 9, 1989.
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BANK PREMISES

Kansas City	First State Bank of Taos, Taos, New Mexico -- investment in bank premises. Approved, January 11, 1989.
Chicago	Linden State Bank, Linden, Indiana -- investment in bank premises. Approved, January 10, 1989.

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

San Francisco	UnGermann-Bass, Inc., Santa Clara, California -- deregistration statement. Approved, January 10, 1989.
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BANKS, STATE MEMBER

Staff Director BS&R	Morgan Guaranty Trust Company of New York, New York,-- to include a subordinated note as an addition to capital. Approved, January 10, 1989.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

CHANGE IN BANK CONTROL

San Francisco	C.B. Bancshares, Inc., Honolulu, Hawaii -- change in bank control. Permitted, January 13, 1989.
Chicago	Corn Belt Bancorporation, Lincoln, Nebraska -- change in bank control. Returned, January 11, 1989.
Atlanta	First Capital Corporation, Jackson, Mississippi -- change in bank control. Permitted, January 12, 1989.
Chicago	Kent Bancshares, Inc., Kent, Illinois -- change in bank control. Permitted, January 13, 1989.
Minneapolis	Mower Agency, Inc., Austin, Minnesota -- change in bank control. Permitted, January 13, 1989.
San Francisco	Pacific Inland Bancorp, Anaheim, California -- change in bank control. Withdrawn, January 10, 1989.
San Francisco	Scottscom Bancorp, Inc., Scottsdale, Arizona -- change in bank control. Returned, January 13, 1989.
San Francisco	Security Bank Holding Company, Coos Bay, Oregon -- change in bank control. Returned, January 11, 1989.
Chicago	Thurman State Corporation, Lincoln, Nebraska -- change in bank control. Permitted, January 11, 1989.
Kansas City	Western National Bancorporation, Inc, Tulsa, Oklahoma -- change in bank control. Permitted, January 12, 1989.

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

COMPETITIVE FACTORS REPORTS

Minneapolis	Americana State Bank of Sleepy Eye, Sleepy Eye, Minnesota, proposed acquisition of assets and assumption of liability to pay deposits of the Medford Branch of Norwest Bank Owatonna, N.A. Owatonna, Minnesota -- report on competitive factors. Submitted, January 10, 1989.
Chicago	Bank One, Neenah, N.,A., Neenah, Wisconsin, proposed merger with Bank One, Larsen, Larsen, Wisconsin -- report on competitive factors. Submitted, January 10, 1989.
Cleveland	Central Trust Company of Northeastern Ohio, N.A., Canton, Ohio, proposed purchase of assets and assumption of liabilities of the Hartville, Ohio, office of First Savings Bank, FSB -- report on competitive factors. Submitted, January 11, 1989.
Atlanta	Citizens and Southern National Bank of Florida, Fort Lauderdale, Florida, proposed merger with Citizens and Southern International Bank, Miami, Florida -- report on competitive factors. Submitted, January 12, 1989.
St. Louis	Commerce America Banking Company, Jeffersonville, Indiana, proposed merger with Old Capital Bank and Trust Company, Corydon, Indiana -- report on competitive factors. Submitted, January 10, 1989.
Kansas City	First State Bank of New Hampton, New Hampton, Missouri, proposed merger with Bank of Gallatin, Gallatin, Missouri -- report on competitive factors. Submitted, January 12, 1989.
Dallas	Frost Bank North Austin, N.A., Austin, Texas, proposed merger with The Frost National Bank of San Antonio, San Antonio, Texas -- report on competitive factors. Submitted, January 11, 1989.

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

COMPETITIVE FACTORS REPORTS

Chicago	Fulton State Bank, Fulton, Illinois, proposed merger with New Fulton State Bank -- report on competitive factors. Submitted, January 10, 1989.
Richmond	Greenville National Bank, Greenville, South Carolina, proposed merger with New Greenville National Bank -- report on competitive factors. Submitted, January 13, 1989.
Dallas	Metropolitan National Bank, San Antonio, Texas, proposed merger with Texas Bank, N.A. -- report on competitive factors. Submitted, January 10, 1989.
Chicago	Monmouth Trust and Savings Bank, Monmouth, Illinois, proposed merger with New Monmouth Trust and Savings Bank -- report on competitive factors. Submitted, January 10, 1989.

EXTENSIONS OF TIME

Staff Director BS&R	Banc One Corporation, Columbus, Ohio -- extension to divest of the insurance agency activities of Banc One, Franklin, Indiana. Granted, January 10, 1989.
San Francisco	Bank of Tokyo, Limited, Tokyo, Japan -- thirty day extension to engage in futures commission merchant activities through BOT Futures, Inc., New York, New York. Granted, January 13, 1989.
Atlanta	CeeBee Corporation, Prattville, Alabama -- extension to March 31, 1989, to acquire Citizens Bank. Granted, January 9, 1989.
Richmond	Central Fidelity Bank, Richmond, Virginia -- extension to July 17, 1989, to establish a branch at 13716 Smoketown Road, Dale City, Virginia. Granted, January 9, 1989.

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

EXTENSIONS OF TIME

Atlanta	Empire Bank Corp., Homerville, Georgia -- extension to May 3, 1989, to acquire Empire Banking Company. Granted, January 9, 1989.
Atlanta	First Florida Banks, Inc., Tampa, Florida, and 7L Corporation -- extension to March 19, 1989, to acquire First Management Group, Inc., and Florida Asset Management Group, Inc., and engage de novo in financial services and other management services. Granted, January 9, 1989.
Minneapolis	McLeod Bancshares, Inc., Hutchinson, Minnesota -- extension to April 6, 1989, to acquire Exchange State Bank, St. Paul, Minnesota. Granted, January 9, 1989.
Chicago	Mid - Iowa Bancshares Co. Algona, Iowa -- extension to March 15, 1989, to redeem shares. Granted, January 9, 1989.
St. Louis	National Bank of Commerce of Mississippi, Starkville, Mississippi -- extension to April 28, 1989, to form NBC Service Corporation. Granted, January 9, 1989.
San Francisco	Wells Fargo & Company, San Francisco, California -- extension to divest certain property. Granted, January 9, 1989.

RESERVE BANK OPERATIONS

Director, FRBO	Federal Reserve Bank of Richmond -- to contract for the construction of an enclosure for the South Terrace of the Communications and Records Center, Culpeper, Virginia. Approved, January 10, 1989.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Chicago How - Win Development Co., Cresco, Iowa -- to engage
 de novo in loan activities through Cresco Insurance
 Agency.
 Returned, January 6, 1989.

CHANGE IN BANK CONTROL

Chicago Aurelia FT & S Bankshares, Inc., Aurelia, Iowa --
 change in bank control.
 Returned, December 30, 1988.

COMPETITIVE FACTORS REPORTS

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

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

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

First Essex Bancorp, Inc.,
Lawrence, Massachusetts -
3(a)(1)/3(a)(3) application
to acquire Fortune Guaranty
Savings Banks,
Windham, New Hampshire*

Newspaper

2-13-89

Federal Register

Not Yet Established

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application

Comment Period Ending Date

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

Federal Register

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

Federal Register

Not Yet Established

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

Application

NONE

*Subject to CRA

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

None.

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

Charles L. Whigham, Newark, New Jersey to retain
30.91% of the shares of City National Bancshares
Corporation, Newark, New Jersey. 1/26/89

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. 1/26/89

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

Nippon Credit Bank, Ltd., Tokyo, Japan to engage
through a newly-formed subsidiary in underwriting
and dealing in U.S. government securities and certain
other nonbanking activities. 2/10/89

SECTION IV

Applications Not Involving
Public Comment

None.

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- 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



SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

The Madison Bank (in organization), 1/
Blue Bell, PA, for membership in the
Federal Reserve System pursuant to
Section 9 of the Federal Reserve Act.

2/13/89

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

Comment Period Ending Date

JTNB Bancorp, Inc., Jim Thorpe, PA to become 1/
a bank holding company pursuant to Section
3(a)(1) of the BHC Act through acquisition of
100% of voting shares of The Jim Thorpe
National Bank, Jim Thorpe, PA.

Newspaper:
Federal Register:

1/28/89

2/2/89

Madison Bancshares Group, Ltd., Blue Bell, PA 1/
to form a Bank Holding Company by acquiring
The Madison Bank (in organization), Blue Bell,
PA, pursuant to Section 3(a)(1) of the Bank
Holding Company Act.

Newspaper:
Federal Register:

2/13/89

N/A*

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.
*N/A - not yet available.

Applications Bulletin
For Week Ending January 14, 1989

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER

NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING

Received application on January 12, 1989
from The Fifth Third Bank, Cincinnati, Ohio,
for permission to establish a branch at
530 East Stroop Street, Kettering, Ohio.

*February 14, 1989

SECTION II - APPLICATIONS SUBJECT TO BOTH

NEWSPAPER AND FEDERAL REGISTER NOTICE

Received Section 3(a)(1) application on
January 6, 1989 from CitNat Bancorp, Inc.,
Urbana, Ohio, to acquire The Citizens National
Bank of Urbana, Urbana, Ohio.

* F - February 3, 1989

Received Section 3(a)(1) application on
January 11, 1989 from BHC Acquisition Corp.,
Fruitland, Idaho, to acquire TVB Acquisition
Bank, Fruitland, Idaho.

* N - January 23, 1989

Received Section 3(a)(3) application on
January 11, 1989 from Equimark Corporation
and Equimanagement, Inc., both of Pittsburgh,
Pennsylvania, to acquire Treasure Valley
Bancorp, Inc., Fruitland, Idaho.

* N - January 23, 1989

* - Subject to CRA

- Expected to end approximately 30 days from the date of receipt

N - Newspaper Comment Period

Applications Bulletin
For Week Ending January 14, 1989

Received Notice of Change in Bank Control
on January 12, 1989 from Gene A. Baughman,
Paulding, Ohio, of his intent to acquire
up to 12.41 percent of the total shares
outstanding of Oakwood Deposit Bank,
Oakwood, Ohio.

* Not Yet Known #

Received Section 3(a)(1) application on
January 13, 1989 from Commonwealth Trust
Bancorp, Inc., Butler, Kentucky, to acquire
The Farmers Bank, Butler, Kentucky.

* Not Yet Known #

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER

NOTICE ONLY

NONE

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE

OR NEWSPAPER NOTICE

NONE

* - Subject to CRA

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

Bank of Annapolis, Annapolis, Maryland,
for membership in the Federal Reserve
System.*

Not Yet Available

Central Fidelity Bank, Richmond, Virginia,
request for permission to establish a
branch at the intersection of Route 220
and Valley Avenue, Roanoke, Virginia.*

1-21-89

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

Application

Comment Period Ending Date

Annapolis Bancshares, Inc., Annapolis,
Maryland, for prior approval to become
a bank holding company through the
acquisition of Bank of Annapolis,
Annapolis, Maryland.* **

1-25-89

Financial Future Corporation, Ceredo,
West Virginia, for prior approval to
acquire First Bancorp of Wayne, Inc.,
Sprague, West Virginia.* **

1-27-89

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

First Wachovia Corporation, Winston-Salem,
North Carolina, to engage de novo in
data processing transmission and related
activities through the operation of an
electronic funds transfer network for
interchanging ATM, POS, and related
transactions among financial institutions
through its subsidiary, Georgia Interchange
Network, Inc., Atlanta, Georgia.**

1-27-89

*Application is subject to CRA.

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

Federal Reserve Bank of Richmond

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

First Union Corporation, Charlotte, North Carolina, to engage de novo in data processing transmission and related activities through the operation of an electronic funds transfer network for interchanging ATM, POS, and related transactions among financial institutions through its subsidiary, Georgia Interchange Network, Inc., Atlanta, Georgia.**

1-27-89

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

Application

None

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

January 16, 1989

Federal Reserve Bank of Atlanta
Applications Bulletin

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Admiralty Bank Juno Beach, Florida To establish a branch at 4400 P.G.A. Boulevard, Palm Beach Gardens, Florida, to be known as the Admiralty Plaza Office.	01-17-89 (CRA)
American Bank and Trust of Polk County Lake Wales, Florida To establish a branch at 609 Fedhaven Drive, Fedhaven, Florida, to be known as the Fedhaven Branch.	

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Sweet Water State Bancshares, Inc. Sweet Water, Alabama 1-BHC formation, Sweet Water State Bank, Sweet Water, Alabama.	02-02-89 Federal Register
Gulf Bank Miami, Florida Change in control by Salvador Bonilla-Sosa and Salvador Bonilla-Mathe to retain 4.25 percent and to acquire an additional 5 percent of the outstanding shares of common stock that will increase total ownership to 29.9 percent.	
First Colony Bancshares, Inc. Alpharetta, Georgia Change in control by Randall Porter to retain 1.2 percent of the outstanding shares that increased his total ownership to 11.0 percent (after-the-fact).	01-26-89 Newspaper
LaPlace Bancshares, Inc. LaPlace, Louisiana Change in control by S. J. St. Martin, M.D., to retain 1.42 percent of the outstanding shares of common stock that increased total ownership to 14.41 percent (after-the-fact).	
Peoples Bancorp, Inc. Manchester, Tennessee Change in control by Harold V. Willis to retain 10.2 percent and to acquire an additional 3.5 percent of the outstanding shares of common stock that will increase total ownership to 13.7 percent (after-the-fact).	

January 16, 1989

Federal Reserve Bank of Atlanta
Applications Bulletin

Section III - Applications Subject to
Federal Register Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Barnett Banks, Inc. Jacksonville, Florida To acquire Barnett Bond Service, Inc., Jacksonville, Florida, through its subsidiary, Barnett Brokerage Service, Inc., West Palm Beach, Florida, pursuant to section 225.23(f) of Regulation Y.	01-25-89 Federal Register
Barnett Banks, Inc. Jacksonville, Florida To expand the activities of Barnett Brokerage Service, Inc., Jacksonville, Florida, to engage <i>de novo</i> in securities brokerage and investment activities, pursuant to sections 225.25(b) (4) & 225.25(b) (16) of Regulation Y.	02-03-89 Federal Register
CB&T Bancshares, Inc. Columbus, Georgia Joint with six other Applicants to expand the geographic scope of Georgia Interchange Network, Inc., Atlanta, Georgia, and begin offering activities throughout the United States, pursuant to section 225.23 of Regulation Y.	02-02-89 Federal Register

Section IV - Applications Not Subject To Federal Notice
Or Newspaper Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
AmSouth Bancorporation Birmingham, Alabama Notice for proposed interlocking service, pursuant to section 5 of the Management Interlocks Revision Act of 1988.	

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>
None		

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
COC-HC	First Midwest Corporation of Delaware Elmwood Park, Illinois E. V. Silveri	NP - 1-27-89 FR - 12-12-88
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*	NP - 1-29-89 FR - 1-24-89
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*	NP - 1-29-89 FR - 1-24-89
Y-1	Wellington Bancorp, Inc. Springfield, Illinois Community Bank Hoopeston, Illinois*	NP - 1-20-89 FR - 12-30-88
Y-2	Midwest Financial Group, Inc. Peoria, Illinois Peoples Mid-Illinois Corporation Bloomington, Illinois Peoples Bank Bloomington, Illinois*	NP - 12-29-88 FR - 1-4-89

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-1	PMI Acquisition Corporation Peoria, Illinois Peoples Mid-Illinois Corporation Bloomington, Illinois Peoples Bank Bloomington, Illinois*	NP - 12-29-88 FR - 1-4-89
Y-2	First of America Bancorporation-Illinois, Inc. Libertyville, Illinois Whiteside County Bank Morrison, Illinois*	NP - 1-19-89 FR - 1-27-89
Y-2	First of America Bank Corporation Kalamazoo, Michigan Whiteside County Bank Morrison, Illinois*	NP - 1-19-89 FR - 1-27-89
Y-2	Northern Trust Corporation Chicago, Illinois Concorde Bank Dallas, National Association Dallas, Texas*	NP - ** FR - 1-27-89
COC-HC	Corn Belt Bancorporation Lincoln, Nebraska Joseph Polack; M. Victor Monson; L.T. Womack	NP - ** FR - 1-25-89
COC-HC	Thurman State Corporation Lincoln, Nebraska Joseph Polack	NP - ** FR - 1-25-89
Y-2	First State Bancorp, Inc. Harwood Heights, Illinois PB State Bank Harwood Heights, Illinois (in organization)*	NP - 1-26-89 FR - **
Y-1	Union Bancorporation Defiance, Iowa Defiance State Bank Defiance, Iowa*	NP - 1-27-89 FR - **

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4c8	First Chicago Corporation Chicago, Illinois Gary-Wheaton Investment Services, Inc. Wheaton, Illinois	NP - ** FR - 1-27-89
4c8	First Interstate Corporation of Wisconsin Sheboygan, Wisconsin First Interstate Management Services of Wisconsin Sheboygan, Wisconsin	NP - ** FR - 1-27-89
4c8	Gary Wheaton Corporation Wheaton, Illinois Gary-Wheaton Investment Services, Inc. Wheaton, Illinois	NP - ** FR - 1-27-89
4c8	Hasten Bancorp Indianapolis, Indiana Hasten Financial Services, Inc. Indianapolis, Indiana	NP - ** FR - 1-27-89
4c8	Star Financial Group, Inc. Marion, Indiana Star Trust Company Marion, Indiana	NP - ** FR - 1-27-89
Y-4	Northern Trust Corporation Chicago, Illinois IDA Asset Management Systems, Inc. San Jose, California	NP - ** FR - **

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

<u>Type</u>	<u>Application</u>
None	

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

Federal Reserve Bank of St. Louis

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER

NOTICE ONLY

None.

SECTION II - APPLICATIONS SUBJECT TO BOTH

NEWSPAPER AND FEDERAL REGISTER NOTICE

<u>Application</u>	<u>Comment Period Ending Date</u>
* Section 3(a)(1) application by Peoples Community Bancorporation, Inc., Bloomsdale, Missouri, to acquire Bank of Bloomsdale, Bloomsdale, Missouri	(Not available)
* Section 3(a)(1) application by South Gasconade Investment Corporation, Owensville, Missouri to acquire Eagle Bank of Gasconade County, Owensville, Missouri	(Newspaper 2-10-89)
* Section 3(a)(3) application by First Banks, Inc., St. Louis, Missouri, to acquire The Salem National Bank, Salem, Illinois	(Not available)
* Section 3(a)(3) application by County Bancorporation, Inc., Jackson, Missouri, to acquire Capital Bank & Trust Company of Clayton, Clayton, Missouri	(Not available)

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>
J Bar M Shonsey, Inc. To acquire control of 12.35% of Hebron Banshares, Inc., Omaha, NE.	Not yet available
Robert S. Baker To acquire control of up to 21.4% of Minnehaha Banshares, Inc., Sioux Falls, SD	Not yet available
Hansen Minnesota, Inc. Freeborn, MN To acquire First State Bank Freeborn, MN*	Not yet available
W. E. Schreiber To acquire control of 26.31% of Flathead Holding Company of Big Fork, Big Fork, MT	Not yet available

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Wood Lake Bancorporation, Inc. Wood Lake, MN To engage in operating a general insurance agency in a place with a population not exceeding 5,000 through the retention of Simonson Insurance Agency, Hanley Falls, MN.	2-3-89

*Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

None.

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER

NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

The Merchants Bank, Kansas City,
Missouri, for prior approval to
establish a branch facility at 1200
Main Street, Suite 101, Kansas
City, Missouri.

Not Available

SECTION II - APPLICATIONS SUBJECT TO BOTH

NEWSPAPER AND FEDERAL REGISTER NOTICE

APPLICATION

COMMENT PERIOD ENDING DATE

Farmers and Merchants Bancshares,
Inc., Crescent, Oklahoma, for prior
approval to acquire 100 percent of
the voting shares of Farmers and
Merchants Bank of Piedmont,
Piedmont, Oklahoma.

Not Applicable

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER

NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Drake-Lyman Bancshares, Inc.,
Sheridan, Wyoming, for prior
approval to acquire 100 percent of
the voting shares of Sheridan
National Agency, Inc., Sheridan,
Wyoming, and thereby indirectly
engage de novo in insurance agency
activities in a town of less than
5,000 persons.

Not Available

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE

OR NEWSPAPER NOTICE

APPLICATION

None.

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF JANUARY 9, 1989

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

APPLICATION

NOTICE EXP

None.

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

APPLICATION

** NOTICE EXP

Change in Control Notice by
Joe M. Bennatte, Kempstead, TX; Edmund R. Covel,
Houston, TX to acquire an interest in
Community Bank, Katy, TX (State Member Bank)

N/A

Change in Control Notice by
Klaus Peter Ulrich, Kingwood, TX; Heinz Klinckwort,
Calz del Las Brujas, Mexico; Inge. Ramon E. Beteta De Cou,
Guadalajara, Mexico; and Luis Mendez Jiminez, Prolongacion, Mexico
to acquire an interest in Sun Belt Bancshares Corporation,
Conroe, TX

88/12/20

Change in Control Notice by
Sammy P. Pierce, Bellville, TX and Pierce Sale Company,
Trustee of Profit Sharing Plan, Bellville, TX
to acquire an interest in Community Bancorporation, Inc.,
Bellville, TX

89/01/04

Change in Control Notice by
Robert B. Sharples, George West, TX and
Larry J. Jurica, George West, TX to acquire an interest in
Luling Bancshares, Inc., Luling, TX

89/01/20

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

APPLICATION

NOTICE EXP

None.

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

APPLICATION

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 1/13/89

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Capital Bank of Carlsbad, Carlsbad, California, to establish a branch at the intersection of Marguerite Parkway and La Paz Road, Mission Viejo, California.	<u>Newspaper:</u> 1/30/89

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

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 Grimalda, 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> 1/12/89
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> 1/20/89 <u>Fed. Reg.:</u> 1/13/89
John H. Doede, San Diego, California, to increase his ownership from 7.33% up to 68.75% of Crown Bancorp, Coronado, California.	<u>Newspaper:</u> 1/21/89 <u>Fed. Reg.:</u> Not yet published

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.	<u>Fed. Reg.:</u> Not yet published
The Sanwa Bank, Limited, Tokyo, Japan, to engage <u>de novo</u> in certain trust activities through Sanwa Bank Trust Company of New York, New York, New York.	<u>Fed. Reg.:</u> 2/2/89

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

None

* Subject to CRA.