

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1989, No. 6
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending February 11, 1989.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

China Trust Holdings N.V., Curacao, Netherlands Antilles, China Trust Capital B.V., the Netherlands, and China Trust Holdings Corp., New York, New York -- to acquire China Trust Bank.
Approved, February 10, 1989.

Nippon Credit Bank, Ltd., Tokyo, Japan -- to acquire Eastbridge Capital Inc., New York, New York, and engage in certain securities, foreign exchange, and financial advisory activities.
Approved, February 10, 1989.

Scandinavian Bank Group plc, London, United Kingdom -- to engage de novo in providing financial advisory services through Cambridge International Partners L.P., New York, New York.
Permitted, February 6, 1989.

United Community Corporation, Oklahoma City, Oklahoma -- to acquire BancFirst, a de novo bank, which would acquire United Community Mortgage Company.
Approved, February 10, 1989.

INTERNATIONAL OPERATIONS

Citicorp, New York, New York -- to make an additional investment in Citicorp Investment Bank Limited, London, England.
Approved, February 10, 1989.

Norwest Bank Minnesota, N.A., Minneapolis, Minnesota -- to establish a branch in Hong Kong.
Approved, February 6, 1989.

MEMBERSHIP

BancFirst, Oklahoma City, Oklahoma -- to become a member of the Federal Reserve System.
Approved, February 10, 1989.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES

Regulation H -- technical changes relating to the
Report of Condition and Income of state member
banks (Docket R-0659).

Approved, February 6, 1989.

Regulation H -- investment in mutual funds and
purchase of stock in investment companies whose
portfolios consist entirely of securities that are
eligible for investment by state member banks
(Docket R-0660).

Approved, February 8, 1989.

RESERVE BANK OPERATIONS

Directors -- criteria concerning eligibility and
recission of age guidelines.

Approved, February 10, 1989.

Federal Reserve Bank of Richmond -- to purchase a
central processor unit for main office.

Approved, February 6, 1989.

Federal Reserve Bank of Richmond -- to purchase
microfilmers and check reader / sorter equipment.

Approved, February 6, 1989.

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

BANK BRANCHES, DOMESTIC

Richmond Central Fidelity Bank, Richmond, Virginia -- to
 establish a branch at the intersection of Route 220
 and Valley Avenue, Roanoke, Virginia.
 Approved, February 10, 1989.

BANK HOLDING COMPANIES

Dallas Adam Bank Group, Inc., Bryan, Texas -- to acquire
 First American Bank.
 Approved, February 9, 1989.

Atlanta Baldwin Bancshares, Inc., Milledgeville, Georgia --
 to acquire First National Bank of Baldwin County.
 Approved, February 6, 1989.

Atlanta CB&T Bancshares, Inc., Columbus, Georgia -- to engage
 in discount brokerage and investment advisory
 activities through Calumet Financial Associates,
 Inc.
 Permitted, February 8, 1989.

Chicago Chandlerville Bancshares, Inc., Chandlerville,
 Illinois -- to acquire Peoples State Bank of
 Chandlerville.
 Approved, February 6, 1989.

Minneapolis Citizens Investment Co., Inc., Glenville, Minnesota
 -- to acquire Frost State Bank.
 Approved, February 6, 1989.

Cleveland CitNat Bancorp, Inc., Urbana, Ohio -- to acquire
 Citizens National Bank of Urbana.
 Approved, February 6, 1989.

Atlanta First Community Bank Corporation, Inverness, Florida
 -- to acquire First Community Bank.
 Approved, February 10, 1989.

Kansas City First National Bancshares of Winfield, Inc.,
 Winfield, Kansas -- to acquire Butler Financial
 Corp., Inc., Douglass, Kansas, and Exchange State
 Bank.
 Approved, February 10, 1989.

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

BANK HOLDING COMPANIES

St. Louis	First of Searcy, Inc., Searcy, Arkansas -- to acquire Baxter County Bancshares, Inc., Mountain Home, Arkansas. Approved, February 9, 1989.
Richmond	George Washington Banking Corporation, Alexandria, Virginia -- to acquire The George Washington National Bank of Alexandria. Approved, February 10, 1989.
Chicago	Interlachen Development, Inc., Milford, Iowa -- to acquire Milford Bancorporation; Dickinson County Savings Bank; San Bancorp, Sanborn, Iowa; and Sanborn Savings Bank. Withdrawn, February 8, 1989.
Chicago	Johnson Heritage Bancorp, Ltd., Racine, Wisconsin -- to acquire Rock County Bancorp, Janesville, Wisconsin, and The Rock County National Bank of Janesville, and Rock County Savings and Trust Company. Approved, February 10, 1989.
Philadelphia	JTNB Bancorp, Inc., Jim Thorpe, Pennsylvania -- to acquire The Jim Thorpe National Bank. Approved, February 7, 1989.
Kansas City	Kansas Bank Corporation, Liberal, Kansas -- to acquire Elkhart Financial Company, Elkhart, Kansas, and First National Bank of Elkhart. Returned, February 8, 1989.
St. Louis	Magna Group, Inc., Belleville, Illinois, and MCB Acquisition Company -- to acquire New Holland Farmers Bank, New Holland; and Magna Bank of Lincoln, N.A., Lincoln, Illinois. Approved, February 6, 1989.
Boston	MidConn Bancorp, Inc., Kensington, Connecticut -- to acquire MidConn Bank. Approved, February 6, 1989.

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

BANK HOLDING COMPANIES

Chicago	North Central Investment Co., Corwith, Iowa -- to acquire Farmers State Bank, Grafton, Iowa, and North Central Insurance Services. Returned, February 7, 1989.
Chicago	Panhandle Aviation, Inc., Clarinda, Iowa -- to acquire Humboldt Trust & Savings Bank, Humboldt, Iowa. Approved, February 7, 1989.
St. Louis	Peoples Investment Corporation, Cuba, Missouri -- to acquire Peoples Bank of Steelville, Steelville, Missouri. Approved, February 7, 1989.
San Francisco	Sanwa Bank, Limited, Osaka, Japan -- to engage de novo in trust activities through Sanwa Bank Trust Company of New York, New York, New York, nationwide. Permitted, February 5, 1989.
Atlanta	Sweet Water State Bancshares, Inc., Sweet Water, Alabama -- to acquire Sweet Water State Bank. Approved, February 6, 1989.
Chicago	Thurman State Corporation, Lincoln, Nebraska -- to engage de novo in underwriting insurance. Returned, February 8, 1989.
Chicago	Wellington Bancorp, Inc., Springfield, Illinois -- to acquire Community Bank, Hoopeston, Illinois. Approved, February 6, 1989.

BANK PREMISES

Richmond	Bank of Greenville, Greenville, West Virginia -- investment in bank premises. Approved, February 6, 1989.
Chicago	State Bank of Freeport, Freeport, Illinois -- investment in bank premises. Approved, February 9, 1989.

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

BANKS, FOREIGN

New York	Bank Leu Ltd., Zurich, Switzerland -- agreement concerning extensions of credit to finance securities transactions. Approved, February 6, 1989.
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BANKS, STATE MEMBER

Staff Director BS&R	First City Bank of Corpus Christi, Corpus Christi, Texas -- prepayment of subordinated notes. Approved, February 8, 1989.
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CAPITAL STOCK

San Francisco	First Interstate of Hawaii, Inc., Honolulu, Hawaii -- redemption of shares. Approved, February 10, 1989.
Boston	NewMil Bancorp, Inc., New Milford, Connecticut -- redemption of shares. Approved, February 10, 1989.

CHANGE IN BANK CONTROL

Kansas City	First Carrollton Bancshares, Inc., Carrollton, Missouri -- change in bank control. Permitted, February 10, 1989.
Kansas City	Frontier Bancorporation of Denver, Inc., Denver, Colorado -- change in bank control. Permitted, February 10, 1989.
San Francisco	MET Financial Corporation, Oakland, California -- change in bank control. Permitted, February 10, 1989.
Minneapolis	State Bank of Bottineau Holding Company, Bottineau, North Dakota -- change in bank control. Permitted, February 7, 1989.

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

COMPETITIVE FACTORS REPORTS

Kansas City	Avon National Bank, Avon, Colorado, proposed merger with Vail National Bank, Vail, Colorado -- report on competitive factors. Submitted, February 6, 1989.
Chicago	Bank of Three Oaks, Three Oaks, Michigan, proposed merger with Heritage Bank, Berrien Springs, Michigan -- report on competitive factors. Submitted, February 6, 1989.
St. Louis	BOS Bank, Sesser, Illinois, proposed merger with Bank of Sesser -- report on competitive factors. Submitted, February 10, 1989.
Atlanta	Cumberland City Bank, Cumberland City, Tennessee, proposed merger with Cumberland Interim Bank -- report on competitive factors. Submitted, February 9, 1989.
Chicago	Farmers State Bank, West College Corner, Indiana, proposed merger with Farmers State Bank Rush County, Carthage, Indiana -- report on competitive factors. Submitted, February 6, 1989.
St. Louis	First State Bank of St. Charles Missouri, St. Charles, Missouri, proposed merger with First State Interim Bank -- report on competitive factors. Submitted, February 10, 1989.
Cleveland	First United National Bank, Fryburg, Pennsylvania, proposed purchase of assets and assumption of liabilities of the New Bethlehem Branch of First Federal Savings and Loan Association, Kane, Pennsylvania -- report on competitive factors. Submitted, February 9, 1989.
Minneapolis	First Western Bank Sturgis, Sturgis, South Dakota, proposed merger with Mountain Plains Bank, Spearfish, South Dakota -- report on competitive factors. Submitted, February 6, 1989.

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

COMPETITIVE FACTORS REPORTS

New York	FNBNT National Bank, North Tarrytown, New York proposed merger with the First National Bank of North Tarrytown -- report on competitive factors. Submitted, February 6, 1989.
Boston	Fortune Guaranty Savings Bank, Windsam, New Hampshire, proposed merger with First Essex NH Savings Bank -- report on competitive factors. Submitted, February 8, 1989.
Philadelphia	Jim Thorpe National Bank, Jim Thorpe, Pennsylvania, proposed merger with Jim Thorpe Interim National Bank -- report on competitive factors. Submitted, February 7, 1989.
Boston	Merchants National Bank of Manchester, Manchester, New Hampshire, proposed merger with the Bedford Bank, Bedford, New Hampshire -- report on competitive factors. Submitted, February 9, 1989.
Minneapolis	Murray County State Bank, Slayton, Minnesota, proposed merger with First State Bank of Lake Wilson, Lake Wilson, Minnesota -- report on competitive factors. Submitted, February 7, 1989.
Cleveland	National Bank of North East, North East, Pennsylvania, proposed merger with North East Interim National Bank -- report on competitive factors. Submitted, February 7, 1989.
Chicago	Tompkins State Bank, Avon, Illinois, proposed merger with TSB Interim Bank -- report on competitive factors. Submitted, February 6, 1989.

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

EXTENSIONS OF TIME

St. Louis	Buena Vista Bancorp, Inc., Chester, Illinois -- extension to May 5, 1989, to acquire Buena Vista National Bank. Granted, February 6, 1989.
Philadelphia	Commerce Bancorp, Inc., Cherry Hill, New Jersey -- extension to May 12, 1989, to acquire Commerce Bank / Harrisburg, Camp Hill, Pennsylvania. Granted, February 7, 1989.
St. Louis	First Commercial Corporation, Little Rock, Arkansas -- extension to May 5, 1989, to acquire Citizens Bank, England, Arkansas. Granted, February 7, 1989.
Richmond	National Banc of Commerce Company, Charleston, West Virginia -- extension to April 22, 1989, to acquire The Bank of Man, Man, West Virginia. Granted, February 8, 1989.
Richmond	National Banc of Commerce Company, Charleston, West Virginia -- extension to April 22, 1989, to acquire GuarantyShares of West Virginia, Inc., Huntington, West Virginia. Granted, February 10, 1989.

REGULATIONS AND POLICIES

Secretary, FOMC Federal Open Market Committee -- policy record for
the meeting of December 13-14, 1988.
Published, February 10, 1989.

RESERVE BANK OPERATIONS

Director, FRB0	Federal Reserve Bank of Dallas -- to purchase equipment and uninterruptible power supply for main office. Approved, February 7, 1989.
Director, FRB0	Federal Reserve Bank of San Francisco -- to renovate first floor of Salt Lake City Branch building. Approved, February 8, 1989.

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

RESERVE BANK SERVICES

Director, FRB0 Federal Reserve Bank of Boston -- to establish ITS
service to its Lewiston Office, revise a deposit
deadline, and establish an interterritory group
sort and a consolidated deposit deadline.
Approved, February 10, 1989.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Commercial Paper Reports (FR 2957a, b, and d --
extension with revision.
Approved, February 1, 1989.

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

BANK HOLDING COMPANIES

Chicago	Hasten Bancorp, Indianapolis, Indiana -- to engage in securities brokerage and investment advice through Hasten Financial Services, Inc. Returned, January 27, 1989.
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EXTENSIONS OF TIME

Richmond	NBCC, Inc., Charleston, West Virginia -- extension to April 22, 1989, to acquire The Guaranty National Bank of Huntington, Huntington, West Virginia. Granted, February 4, 1989.
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RESERVE BANK OPERATIONS

Director, FRB0	Federal Reserve Bank of New York -- to purchase a microfilm unit for the Buffalo Branch. Approved, February 3, 1989.
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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

Institution for Savings in
Newburyport and Its Vicinity,
Newburyport, Massachusetts -
Change in Control Notification
to acquire up to 24.99% of
First and Ocean Bancorp,
Newburyport, Massachusetts

Newspaper

2-12-89

Federal Register

2-24-89

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application

Comment Period Ending Date

United Saver's Bancorp, Inc.,
Manchester, New Hampshire -
4(c)(8) application to engage
in loan servicing activities

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

Northern New York Bancorp, Inc., Alexandria Bay, New York
to become a bank holding company with respect to The
Redwood National Bank, Alexandria Bay, New York.^{1/} 3/2/89 ^{3/}

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

National Westminster Bank PLC, London, England, NatWest
Holdings Inc., New York, New York and National Westminster
Bancorp, New York, New York to engage through their
subsidiary, NatWest Equity Corporation, in making,
acquiring and servicing commercial loans. 2/21/89

The Fuji Bank, Ltd., Tokyo, Japan to engage through its
subsidiary, Fuji Capital Markets Corp., in making commercial
loans, leasing real and personal property and providing
investment advice. 2/24/89

- ^{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 New York

Comment Period
Ending Date

SECTION IV

Applications Not Involving
Public Comment

Citibank Overseas Investment Corporation, New Castle, Delaware to make an additional investment in Citicorp Card Services Limited, Sydney, Australia.

Participants Trust Company, New York, New York, a de novo trust company, to become a member of the Federal Reserve System.



FEDERAL
RESERVE BANK OF
PHILADELPHIA

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

None.

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.

*N/A - not yet available.

**FEDERAL RESERVE BANK
OF CLEVELAND
P.O. BOX 6387
CLEVELAND, OHIO 44101**

**SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY**

APPLICATION

COMMENT PERIOD ENDING

Received application on February 6, 1989
from The Provident Bank, Cincinnati, Ohio,
for permission to establish a CBCT branch
at 6725 State Route 132, Goshen, Ohio.

* February 24, 1989

Received application on February 6, 1989
from The Provident Bank, Cincinnati, Ohio,
for permission to establish a CBCT branch
at 11390 Montgomery Road, Cincinnati, Ohio.

* February 24, 1989

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

NONE

**SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY**

Received Section 4(c)(8) application on
December 7, 1988 from PNC Financial Corp,
Pittsburgh, Pennsylvania, to expand the
activities of its wholly-owned subsidiary,
PNC Securities Corp, to include the provisions
of investment advice for retail and
institutional customers pursuant to Section
225.25(b)(4) of Regulation Y.

February 22, 1989

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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

FEDERAL RESERVE BANK
OF CLEVELAND
P.O. BOX 6387
CLEVELAND, OHIO 44101

Received application on January 6, 1989 from PNC Financial Corp., Pittsburgh, Pennsylvania, to engage de novo in underwriting and dealing in, to a limited extent, certain residential mortgage-related securities and consumer receivable-related securities pursuant to Section 225.23 of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act through its wholly-owned subsidiary, PNC Securities Corp.

February 28, 1989

Received Section 4(c)(8) Notice on January 17, 1989 from Society Corporation, Cleveland, Ohio, to engage de novo in certain permissible investment advisory activities pursuant to Sections 225.25(b)(4)(iii) and 225.25(b)(4)(iv) of Regulation Y through its wholly-owned proposed subsidiary, Society National Trust Company (in organization), Naples, Florida.

February 16, 1989

Received Section 4(c)(8) Notification on January 24, 1989 from Society Corporation, Cleveland, Ohio, for permission to engage de novo through a proposed wholly-owned subsidiary, Society Community Development Corporation, in certain loan, investment, and community development related activities as permitted by Sections 225.25(b)(1) and 225.25(b)(6) of Regulation Y.

February 23, 1989

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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

FEDERAL RESERVE BANK
OF CLEVELAND
P.O. BOX 6387
CLEVELAND, OHIO 44101

Received notification on February 10, 1989
from Pittsburgh National Bank, Pittsburgh,
Pennsylvania, of its intent to establish
a branch office in Hong Kong which will
conduct commercial and other banking
activities.

Not Yet Known #

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

Received request on February 6, 1989 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 on February 6, 1989 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

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

Application

Comment Period Ending Date

Miners and Merchants Bank and
Trust Company, Grundy, Virginia,
request for permission to establish
a branch at 1905 Front Street,
Richlands, Virginia.*

3-4-89

Central Fidelity Bank, Richmond,
Virginia, request for permission
to establish a branch at 835 Chimney
Hill Shopping Center, Virginia Beach,
Virginia.*

3-9-89

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

Application

Comment Period Ending Date

BTNC Corp., Greensboro, North Carolina,
for prior approval to become a bank
holding company through the acquisition
of Bankers Trust of North Carolina,
Greensboro, North Carolina.*

2-23-89

Section III - Applications Subject to Federal Register Notice

Application

Comment Period Ending Date

None

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

Application

None

*Application is subject to CRA.

February 13, 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>
1st United Interim Bank Boca Raton, Florida	02-01-89 (CRA) Newspaper
To merge with 1st United Bank, Boca Raton, Florida, and to become a member of the Federal Reserve System (interim bank merger proposal).	

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

<u>Application</u>	<u>Comment Period Ending Date</u>
PBA Bancorporation Centreville, Alabama	03-01-89 Federal Register
1-BHC formation, The Peoples Bank of Alabama, Centreville, Alabama.	
Phenix-Girard Bancshares, Inc. Phenix City, Alabama	
1-BHC formation, Phenix-Girard Bank, Phenix City, Alabama.	
First National Bancshares, Inc. Hollywood, Florida	
1-BHC formation, First National Bank of Hollywood, Hollywood, Florida.	
1st United Bancorp Boca Raton, Florida	02-02-89 Federal Register
1-BHC formation, 1st United Bank, Boca Raton, Florida.	
Security Bancorp, Inc. Canton, Georgia	
1-BHC formation, Security State Bank, Canton, Georgia (in organization).	
First National Bankshares, Inc. Houma, Louisiana	
Change in control by Atco Development, Inc., Houston, Texas, to retain 11.89 percent of the outstanding shares that increased total ownership to 20.67 percent (after-the-fact).	

February 13, 1989

Federal Reserve Bank of Atlanta
Applications Bulletin

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

Application

Comment Period Ending Date

Bankers Capital Corporation

Forest, Mississippi

1-BHC formation, (to acquire 50.01 percent), The Metropolitan Corporation,
Biloxi, Mississippi.

Metropolitan Corporation

Biloxi, Mississippi

Change in control by Thomas W. Colbert to acquire 31.61 percent of the
outstanding shares of common stock.

Peoples Bancorp, Inc.

02-15-89

Manchester, Tennessee

Newspaper

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).

Section IV Applications Not Subject To Federal Register
Notice Or Newspaper

Application

Comment Period Ending Date

First Bank Shares of the Southeast, Inc.

Alma, Georgia

To redeem 2,932 shares (9.77 percent) of its outstanding shares of common
stock (after-the-fact).

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>
Y-1	Lakeside Credit Company, Inc. Minneapolis, Minnesota First Trust & Savings Bank Cedar Rapids, Iowa*	NP - 2-27-89 FR - 3-1-89
COC-HC	Corn Belt Bancorporation Lincoln, Nebraska Joseph Polack, M. Victor Monson & L.T. Womack	NP - 1-27-89 FR - 3-1-89
Y-1	Community Illinois Corporation Rock Falls, Illinois Community State Bank of Rock Falls Rock Falls, Illinois*	NP - ** FR - 3-10-89
COC-HC	Thurman State Corporation Lincoln, Nebraska COC by Joseph Polack	NP - 1-27-89 FR - 3-3-89
Y-1	Deerfield Financial Corporation Madison, Wisconsin Bank of Deerfield Deerfield, Wisconsin*	NP - ** FR - **
Y-1	Bloomfield Hills Bancorp, Inc. Bloomfield Hills, Michigan The Bank of Bloomfield Hills Bloomfield Hills, Michigan (in organization)*	NP - 2-24-89 FR - **
Y-2	Fort Wayne National Corporation Fort Wayne, Indiana FN Bancorp Warsaw, Indiana First National Bank of Warsaw Warsaw, Indiana*	NP - ** FR - **
Y-1	Iowa Financial Bancorporation Minneapolis, Minnesota First National Bank of Oelwein Oelwein, Iowa BP Corporation Minneapolis, Minnesota Iowa State Savings Bank Clinton, Iowa*	NP - ** FR - **

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	Michigan National Corporation Farmington Hills, Michigan The Bank of Bloomfield Hills Bloomfield Hills, Michigan (in organization)*	NP - ** FR - **
Y-2	Oelwein Bancorporation Minneapolis, Minnesota BP Corporation Minneapolis, Minnesota Iowa State Savings Bank Clinton, Iowa*	NP - ** FR - **
Y-1	PWB Bancshares, Inc. (was Pembine-Wausakee Bancshares) Crivitz, Wisconsin Pembine-Wausakee Bank Crivitz, Wisconsin*	NP - 3-8-89 FR - **
Y-1	Dearborn Bancorp, Inc. Chicago, Illinois Irving Bancorp, Inc. Chicago, Illinois The Irving Bank Chicago, Illinois*	NP - 3-6-89 FR - **

Section III - Applications Subject to Federal Register Notice
Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4(c)(8)	Capitol Bancorp, Ltd. Lansing, Michigan CNB Mortgage Corporation Lansing, Michigan	NP - ** FR - 3-3-89
4(c)(8)	Citizens Banking Corporation Flint, Michigan Citizens Commercial Leasing Corporation Flint, Michigan	NP - ** FR - 3-3-89
4(c)(8)	First Independence Corporation Detroit, Michigan First Independence Leasing Corporation Detroit, Michigan	NP - ** FR - 3-3-89

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>
4(c)(8)	Northern Trust Corporation Chicago, Illinois Northern Trust Company of New York New York, New York	NP - ** FR - **
Y-4	Merchants and Manufacturers Bancorporation, Inc. Milwaukee, Wisconsin Lincoln Neighborhood Redevelopment Corporation Milwaukee, Wisconsin	NP - ** FR - **

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

<u>Type</u>	<u>Application</u>
ROS	H P Holding Company Oak Park, Illinois To retire \$2,000,000 of perpetual preferred stock
RoS	Amalgamated Investments Company Chicago, Illinois To purchase 46,336 shares of its Class A common stock
RoS	Independence Bancshares, Inc. Independence, Iowa To redeem 2,119 - 1/2 shares of common stock (in violation)

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

- * Section 3(a)(1) application by Community
Financial Bancorp, Inc., Maysville,
Kentucky, to acquire Farmers State
Bank, Warsaw, Kentucky (Newspaper 3-6-89)

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</u> <u>Ending Date</u>
Farmers State Bank Viborg, SD To establish a <u>de novo</u> branch in Beresford, South Dakota*	Not yet available

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

<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
FNB Bancshares, Inc. Iron Mountain, MI To acquire First National Bank Iron Mountain, MI*	Not yet available
Chisholm Bancshares, Inc. Chisholm, MN To acquire First National Bank Chisholm, MN*	3-1-89 (Federal Register)
First Southeastern Banc Group, Inc. Harmony, MN To acquire Fillmore County Bancshares, Inc. Canton, MN*	Not yet available
Cameron Investment Company Sheboygan, WI To acquire Community Bank of Sheboygan Sheboygan, WI*	3-1-89 (Federal Register)
Dorothy Cornwall, James A. Wick, Kevin J. Wick, Mark D. Wick, Mary K. Wick, Patrick A. Wick and Paul D. Wick To acquire control of 82% of Turtle Bancshares, Inc., Turtle Lake, WI	2-24-89 (Federal Register)
A. N. Roberts and Emma L. Roberts To acquire an additional 2.16% of Flathead Lake Bancorporation, Inc., Polson, MT	Not yet available

*Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Philip R. Sandquist, Thomas S. Kamp & C. A. Dogteron To each acquire control of 14.98% of Bozeman Holding Company, Bozeman, MT	11-27-88 (Newspaper)

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Olivia Bancorporation, Inc. Olivia, MN To continue to engage in insurance agency activities in a place with a population not exceeding 5,000.	Not yet available

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

<u>Application</u>
Bitterroot Holding Company Lolo, MT To redeem 100% of its nonvoting preferred voting shares.

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

Erie Bankshares, Inc., Erie, Kansas, for prior approval to acquire and merge with Chetopa State Bancshares, Inc., Chetopa, Kansas, parent of Chetopa State Bank & Trust Co., Chetopa, Kansas; First Neodesha Bancshares, Inc., Neodesha, Kansas, parent of First Neodesha Bank, Neodesha, Kansas; and Neosho County Bancshares, Inc., Chanute, Kansas, parent of Bank of Commerce, Chanute, Kansas.*

Not Available

Country Bank Shares, Inc., Milford, Nebraska, for prior approval to become a bank holding company through the acquisition of 81 percent of the voting shares of Farmers & Merchants Bank, Milford, Nebraska.*

Not Available

CMJR Investment, Inc., Lyndon, Kansas, for prior approval to become a bank holding company through the acquisition of 80 percent of the voting shares of Lyndon State Bank, Lyndon, Kansas.*

March 1, 1989

Vivian Eriksen, Del Norte, Colorado, for prior approval to acquire an 80 percent ownership interest in Rio Grande County Bank, Del Norte, Colorado.

February 21, 1989

Gus Edwin Malzahn, Perry, Oklahoma, for prior approval to increase his proportionate ownership interest of FNBT Banc Shares, Inc., Perry, Oklahoma, by 5.85 percent to 17.75 percent.

February 21, 1989

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER

NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Erie Bankshares, Inc., Erie,
Kansas, for prior approval to
indirectly engage in selling credit
life, disability, or involuntary
unemployment insurance.

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 FEBRUARY 13, 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
James F. Eubanks, II, Houston, TX to acquire an
interest in Alvin Bancshares, Inc., Alvin, TX

89/02/10

Change in Control Notice by
John J. Hegi, Lamesa, TX to acquire an interest in
Lamesa National Corporation, Lamesa, TX

89/03/07

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 2/10/89

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Liberty Bank, South San Francisco, California, to acquire Boulder Creek Branch of Pacific Western Bank, San Jose, California, through merger. *	<u>Newspaper:</u> Not available
Sierra Bank of Nevada, Reno, Nevada, to become a member of the Federal Reserve System. *	<u>Newspaper:</u> 3/10/89

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

Phillip Rocco, Santa Ana, California, to increase his ownership from 12.18 percent to 24.36 percent of California City Bancorp, Orange, California.	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 2/24/89
First Bancorp, Inc., Ketchikan, Alaska, to acquire First Bank, Ketchikan, Alaska. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> Not available

Section III - Applications Subject to Federal Register Notice Only

U.S. Bancorp, Portland, Oregon, to engage directly in investing in community welfare projects.	<u>Fed. Reg.:</u> 3/09/89
The Sumitomo Bank, Limited, Osaka, Japan, to engage in unlisted interest rate/currency swap activities.	<u>Fed. Reg.:</u> Not yet published
U.S. Bancorp, Portland, Oregon, to acquire substantially all of the assets of the Colorado Division of Far West Federal Mortgage, Portland, Oregon.	<u>Fed. Reg.:</u> 3/04/89

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

None

* Subject to CRA.