ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1989, No. 21
Actions of the Board, its Staff, and the Federal Reserve Banks; Applications and Reports Received During the Week Ending May 27, 1989.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

SouthTrust Corporation, Birmingham, Alabama -- to acquire SouthTrust National Bank after its relocation from Phenix City, Alabama, to Columbus, Georgia; and SouthTrust Bank of Russell County, Phenix City, Alabama.
Approved, May 22, 1989.

FORMS

Monthly Survey of Selected Deposits and Other Accounts (FR 2042) and Quarterly Survey of the Number of Selected Deposit Accounts (FR 2071) -- extension and revision of the former and elimination of the latter form.
Approved, May 25, 1989.

Report of Brokers Carrying Margin Accounts (FR 2240) -- extension.
Approved, May 25, 1989.

Survey of Terms of Bank Lending (FR 2028A, 2028A-s, and 2028B) -- extension with revision.
Approved, May 25, 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; GC - General Counsel; IF - International Finance; OSDM - Office of Staff Director for Management

BANK BRANCHES, DOMESTIC

Cleveland

Central Trust Company, Newark, Ohio -- to establish a customer bank communication terminal at 1155 North 21st Street.
Approved, May 22, 1989.

Richmond

Signet Bank / Virginia, Richmond, Virginia -- to establish a branch at the Williamsburg Crossing Shopping Center located at the intersection of Route 199 and Route 5, Williamsburg, Virginia.
Approved, May 24, 1989.

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

BANK BRANCHES, DOMESTIC

Richmond	Signet Bank / Virginia, Richmond, Virginia -- to establish a branch at 2230 East Parham Road. Approved, May 24, 1989.
New York	United Jersey Bank, Hackensack, New Jersey -- to establish an offsite electronic facility at Prudential Insurance Company of America, 1111 Durham Road, South Plainfield, Middlesex, New Jersey. Approved, May 25, 1989.

BANK HOLDING COMPANIES

Boston	Bank of Boston Corporation, Boston, Massachusetts -- to engage de novo in trust company activities. through BancBoston Trust Company of New York. Approved, May 26, 1989.
Atlanta	Bankers' Bancorporation of Florida, Orlando, Florida -- to acquire Independent Bankers' Bank of Florida Approved, May 22, 1989.
Atlanta	Barnett Banks, Inc., Jacksonville, Florida -- to expand the activities of Barnett Merchant Services, Inc. Withdrawn, May 23, 1989.
Chicago	BJS, Inc., West Union, Iowa -- to retain voting shares of Westmont Corporation, and acquire The Farmers Savings Bank. Approved, May 25, 1989.
Cleveland	Central Bancorporation, Cincinnati, Ohio, and PNC Financial Corp., Pittsburgh, Pennsylvania -- to acquire Money Station, Inc., Columbus, Ohio, and engage in ATM switch services. Permitted, May 26, 1989.
New York	Citicorp, New York, New York -- to acquire Citicorp Information Resources, Stamford, Connecticut, and engage in data processing and management consulting services to depository institutions. Approved, May 24, 1989.

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

BANK HOLDING COMPANIES

Chicago	Farmers Savings Bank Employee Stock Ownership Plan and Trust, West Union, Iowa -- to acquire BJS, Inc., West Union, Iowa. Approved, May 25, 1989.
Chicago	First Michigan Bank Corporation, Holland, Michigan -- to acquire Security National Bank of Manistee Manistee, Michigan. Approved, May 24, 1989.
Minneapolis	JDOB Incorporated, Naples, Florida -- to acquire the First State Bank of New Germany, New Germany, Minnesota. Approved, May 26, 1989.
Kansas City	Labette County Bankshares, Inc., Altamont, Kansas -- to engage de novo in accepting and servicing loan applications through Kansas Credit Company, Inc., Parsons, Kansas. Approved, May 24, 1989.
St. Louis	Liberty National Bancorp, Inc., Louisville, Kentucky -- to engage de novo in lending and credit related insurance activities through Liberty Financial Services, Inc. Permitted, May 22, 1989.
Chicago	Mechanicsville Trust & Savings Bank, Trustee of Mechanicsville Trust & Savings Bank Employee Stock Ownership Plan & Trust, Mechanicsville, Iowa -- to acquire additional shares of Mechanicsville Bancshares, Inc. Returned, May 24, 1989.
New York	Midland Bank PLC, London, England -- to engage de novo in financial advisory activities through Samuel Montagu, Inc., New York, New York. Permitted, May 26, 1989.
Richmond	MNC Financial, Inc., Baltimore, Maryland -- to acquire Prime Rate Premium Finance Corporation and Prime Rate Systems, Inc., Florence, South Carolina. Approved, May 26, 1989.

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

BANK HOLDING COMPANIES

Kansas City	New Hampton Bancshares, Inc., Albany, Missouri -- to acquire Security Bancshares, Inc., and Bank of Gallatin, Gallatin, Missouri. Approved, May 26, 1989.
Kansas City	NorCentral Bancshares, Inc., Portis, Kansas -- to acquire The First State Bank of Portis. Approved, May 25, 1989.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota; Norwest Financial, Inc., Des Moines, Iowa; and Norwest Financial Services, Inc. -- to engage de novo nationwide in underwriting involuntary unemployment insurance. Permitted, May 24, 1989.
Kansas City	Omnibancorp, Denver, Colorado -- to engage in collection agency activities through Progressive Financial Services, Inc. Permitted, May 22, 1989.
Philadelphia	Penncore Financial Services, Inc., Newton, Pennsylvania -- to engage de novo in courier services through Commonwealth Courier Services, Inc. Permitted, May 25, 1989.
Dallas	Red River Financial Corporation, Detroit, Texas -- to acquire Community National Bank. Approved, May 24, 1989.
Richmond	Romney Bankshares, Inc., Romney, West Virginia -- to acquire The Bank of Romney. Approved, May 23, 1989.
Minneapolis	Security Bancshares Company, Glencoe, Minnesota -- to acquire Waconia State Bank, Waconia, Minnesota. Approved, May 23, 1989.
Dallas	Texas Bancorporation, Inc., Odessa, Texas -- to acquire Texas Bank. Approved, May 25, 1989.

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

BANK HOLDING COMPANIES

Atlanta	Tuscaloosa Bancshares, Inc., Denham Springs, Louisiana -- to engage in data processing services. Withdrawn, May 22, 1989.
Dallas	West Bancshares of Delaware, Inc., Wilmington, Delaware -- to acquire West Bank & Trust, West, Texas. Approved, May 26, 1989.
Boston	Woburn National Corporation, Woburn, Massachusetts -- to engage de novo in commercial loan activities. Permitted, May 26, 1989.

BANK MERGERS

Richmond	Bank of Romney, Romney, West Virginia -- to merge with Romney Interim Bank Corporation. Approved, May 23, 1989.
Chicago	First of America Bank - Northern Michigan, Cheboygan, Michigan -- to merge with First of American Bank - Petoskey, National Association, Petoskey, Michigan. Approved, May 25, 1989.

BANK PREMISES

Richmond	Peoples Bank of Montross, Montross, Virginia -- investment in bank premises. Approved, May 26, 1989.
Chicago	Pioneer Bank, North Branch, Michigan -- investment in bank premises. Approved, May 25, 1989.

BANKS, STATE MEMBER

Minneapolis	Culbertson State Bank, Culbertson, Montana -- payment of a dividend. Approved, May 26, 1989.

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

CAPITAL STOCK

Kansas City	New Hampton Bancshares, Inc., Albany, Missouri -- redemption of shares. Approved, May 26, 1989.

CHANGE IN BANK CONTROL

Dallas	Bank of Van Zandt, Canton, Texas -- change in bank control. Permitted, May 22, 1989.
Minneapolis	Crow River State Bank, Delano, Minnesota -- change in bank control. Permitted, May 25, 1989.
Chicago	Keystone Community Bancorporation, Keystone, Iowa -- change in bank control. Permitted, May 24, 1989.
Kansas City	Quivira Banc Shares, Inc., Sterling, Kansas -- change in bank control. Permitted, May 25, 1989.

COMPETITIVE FACTORS REPORTS

Chicago	Bank of Farmington, Farmington, Illinois, proposed merger with BF Interim Bank -- report on competitive factors. Submitted, May 25, 1989.
Atlanta	Commercial Bank, Crawford, Georgia, proposed merger with Commercial Interim, Inc. -- report on competitive factors. Submitted, May 24, 1989.
Chicago	Commercial National Bank of Peoria, Peoria, Illinois, proposed merger with First National Bank of Morton, Morton, Illinois -- report on competitive factors. Submitted, May 22, 1989.
Dallas	Community National Bank, Austin, Texas, proposed merger with New Community Bank, Austin, Texas -- report on competitive factors. Submitted, May 24, 1989.

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

COMPETITIVE FACTORS REPORTS

Chicago	Community State Bank of Rock Falls, Rock Falls, Illinois, proposed merger with CIC Bank -- report on competitive factors. Submitted, May 22, 1989.
Dallas	Fair Oaks National Bank, Boerne, Texas, proposed merger with First National Bank -- report on competitive factors. Submitted, May 23, 1989.
Minneapolis	First National Bank, Pierre, South Dakota, proposed purchase of the assets and assumption of the liabilities of First State Bank, McLaughlin, South Dakota -- report on competitive factors. Submitted, May 26, 1989.
Dallas	First State Bank, Austin, Texas, proposed merger with Community National Bank -- report on competitive factors. Submitted, May 23, 1989.
Dallas	First State Bank, Austin, Texas, proposed merger with New First State Bank -- report on competitive factors. Submitted, May 23, 1989.
St. Louis	Hannibal National Bank, Hannibal, Missouri, proposed merger with Hannibal Interim, N.A. -- report on competitive factors. Submitted, May 22, 1989.
Chicago	Illinois Regional Bank, Clarendon Hills, Illinois, proposed merger with UnibancTrust / Hawthorne, Wheaton, Illinois -- report on competitive factors. Submitted, May 22, 1989.
Philadelphia	McConnellsburg Interim National Bank and Trust Company, McConnellsburg, Pennsylvania, proposed merger with The Fulton County National Bank and Trust Company -- report on competitive factors. Submitted, May 22, 1989.

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

COMPETITIVE FACTORS REPORTS

Atlanta	Merchant Bank of Florida, Brandon, Florida, proposed purchase of the assets and assumption of the liability to pay deposits of the 702 N. Franklin Street Branch, Tampa, Florida, of Florida Federal Savings Bank, St. Petersburg, Florida -- report on competitive factors. Submitted, May 23, 1989.
Dallas	New Texas Bank, Odessa, Texas, proposed merger with Texas Bank -- report on competitive factors. Submitted, May 24, 1989.
Atlanta	Peoples Bank of Fannin County, Blue Ridge, Georgia, proposed merger with Temporary Subsidiary, Inc., Atlanta, Georgia -- report on competitive factors. Submitted, May 25, 1989.
Atlanta	SouthTrust Bank of Russell County, Phenix City, Alabama, proposed purchase of the assets and assumption of the liabilities of SouthTrust National Bank -- report on competitive factors. Submitted, May 25, 1989.
Dallas	Texas Bank, Odessa, Texas, proposed merger with New Texas Bank, Odessa, Texas -- report on competitive factors. Submitted, May 23, 1989.
St. Louis	Wayne County Bank & Trust Company, Fairfield, Illinois, proposed merger with Fairfield Interim Bank -- report on competitive factors. Submitted, May 26, 1989.

EXTENSIONS OF TIME

Chicago	Community Bancorp, Inc., St. Charles, Michigan -- extension to September 5, 1989, to acquire Community State Bank of St. Charles. Granted, May 26, 1989.
St. Louis	First Bankers Trustshares, Inc., Quincy, Illinois -- extension to July 31, 1989, to acquire First Midwest Bank / M.C. N.A. Granted, May 24, 1989.

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

EXTENSIONS OF TIME

Richmond	1st Carolina Bancshares, Ltd., Charleston, South Carolina -- extension to August 28, 1989, to acquire 1st Carolina Bank, N.A. Granted, May 26, 1989.
Kansas City	First Commerce Bancshares, Inc., Lincoln, Nebraska -- extension to May 23, 1990 to acquire Lincoln Bank South. Granted, May 23, 1989.
Minneapolis	FNB Bancshares, Inc., Iron Mountain, Michigan -- extension to July 23, 1989, to acquire The First National Bank of Iron Mountain. Granted, May 25, 1989.
Philadelphia	Madison Bancshares Group, Ltd., Blue Belle. Pennsylvania -- extension to August 24, 1989, to acquire The Madison Bank. Granted, May 23, 1989.
Cleveland	Mid Am, Inc., Bowling, Green, Ohio -- extension to August 28, 1989, to acquire FBC Bancshares, Inc., Lakeview, Ohio. Granted, May 26, 1989.
Chicago	Old Kent Bank and Trust Company, Grand Rapids, Michigan -- extension to January 5, 1990, to establish a branch at 9325 Cherry Valley Avenue, Caledonia, Michigan. Granted, May 24, 1989.
Kansas City	Stuart Family Partnership, Lincoln, Nebraska; the James Stuart, Jr. Family Partnership; the Scott Stuart Family Partnership; and the Catherine Stuart Schmoker Family Partnership -- extension to May 23, 1990 to acquire Lincoln Bank South. Granted, May 23, 1989.
Chicago	Tompkins Bancorp, Inc., Avon, Illinois -- extension to August 26, 1989, to acquire Tompkins State Bank. Granted, May 23, 1989.

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

INTERNATIONAL OPERATIONS

San Francisco	Pacific International Bank, San Francisco, California -- to retain Golden Gate Finance Co., Hong Kong; and to make subordinated loans to Golden Gate. Permitted, May 23, 1989.

MEMBERSHIP

Philadelphia	First Commercial Bank of Philadelphia, Philadelphia, Pennsylvania -- to become a member of the Federal Reserve System. Returned, May 22, 1989.
Richmond	Peninsula Trust Bank, Incorporated, Gloucester, Virginia -- to become a member of the Federal Reserve System. Approved, May 22, 1989.
Richmond	Romney Interim Bank Corporation, Romney, West Virginia -- to become a member of the Federal Reserve System. Approved, May 23, 1989.

RESERVE BANK OPERATIONS

Director, FRBO	Federal Reserve Bank of Cleveland -- revised cost estimate and corresponding reduction in the lease fee for new intelligent terminal package. Approved, May 25, 1989.
Director, FRBO	Federal Reserve Bank of New York -- to purchase printers, workstations, point directors, and associated cabling. Approved, May 26, 1989.

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

BANK BRANCHES, DOMESTIC

Atlanta	SouthTrust Bank of Pinellas County, St. Petersburg, Florida -- to establish a branch at 1255 Pasadena Avenue South. Approved, May 15, 1989.

COMPETITIVE FACTORS REPORTS

San Francisco	Wells Fargo Bank, N.A., San Francisco, California, proposed merger with Bank of Paradise, Paradise, California -- report on competitive factors. Submitted, May 8, 1989.

* Please note that H. 2 No. 20 is for the week ending May 20, 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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Application	Comment Period Ending Date

NONE

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

Application

NONE

*Subject to CRA

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Federal Reserve Bank of St. Louis

Federal Reserve Bank of New York

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper Notice Only

Chemical Bank, New York, New York to establish branches at Estee Lauder Companies, 182 Sweet Hollow Road, Old Bethpage, New York and 125 Pinelawn Road, Melville, New York and at Ogilvy & Mather Advertising, 2 East 48 Street, New York, New York.1/	6/22/89

SECTION II

Applications Subject to Both Newspaper and Federal Register Notice

Howard R. Curd, Longwood, Florida to acquire up to 25.0% of the shares of Community National Bancorp, Inc., Staten Island, New York.	N/A
First State Bancorp, Howell, New Jersey to acquire 20% of the shares of First Washington State Bank, Washington, New Jersey, a proposed new bank.1/	6/16/89 2/

SECTION III

Nonbanking Applications (Subject to Federal Register Notice Only)

The Hongkong and Shanghai Banking Corp., Hong Kong; Kellett N.V., Curacao, Netherlands Antilles; and HSBC Holding B.V., Amsterdam, the Netherlands to engage through James Capel Inc. and Wardley Inc., in securities brokerage, investment and financial advisory and futures commission merchant activities.	N/A
The Chase Manhattan Corporation, New York, New York to engage through its subsidiary, Chase Securities, Inc., in providing financial advice to municipalities and administering pooled financings for municipal authorities.	N/A

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SECTION IV

Applications Not Involving Public Comment

Morgan Guaranty International Finance Corporation, New York, New York to make an additional investment in J.P. Morgan & Cie S.A., Paris, France.

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

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FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

None.

APPLICATION RETURNED

First Commercial Bank of Philadelphia (in organization), Philadelphia, PA for membership in the Federal Reserve System pursuant to Section 9 of the Federal Reserve Act. - returned 5/22/89.

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

Guaranty Bancshares Corporation, Philadelphia, PA to purchase 10% shares of its own common stock pursuant to Section 225.4(b) of Regulation Y.

1/ Subject to provisions of Community Reinvestment Act.
*N/A - not yet available.

Ten Independence Mall, Philadelphia, PA 19106-1574, (215) 574-6000

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Federal Reserve Bank of St. Louis

Applications Bulletin
For Week Ending May 27, 1989

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

APPLICATION	COMMENT PERIOD ENDING
Received Notice of Change in Bank Control on May 8, 1989 from R.B. Campbell, Hyden, Kentucky, of his intent to acquire an additional 6.3 percent of the total shares outstanding of Hyden Citizens Bancorp, Inc., Hyden, Kentucky, which will increase his total holdings in the target institution to 23.4 percent.	N - June 16, 1989
Received Notice of Change in Bank Control on May 23, 1989 from Ameritrust Corporation Employees' Savings and Investment Plan of its intent to acquire up to 16 percent of the total shares outstanding of Ameritrust Corporation, Cleveland, Ohio.	Not Yet Known #
Received Section 3(a)(5) application on May 26, 1989 from First Financial Bancorp, Monroe, Ohio, to acquire ILB Financial Corp., North Manchester, Indiana.	* N - June 24, 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

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Federal Reserve Bank of St. Louis

Applications Bulletin
For Week Ending May 27, 1989

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received Section 4(c)(8) Notification on May 12, 1989 from PNC Financial Corp, Pittsburgh, Pennsylvania, to engage *de novo* in underwriting and dealing in permitted government obligations and money market instruments pursuant to Section 225.25(b)(16) of Regulation Y through BHC Securities, Inc., Philadelphia, Pennsylvania.	June 9, 1989
Received Notice on May 24, 1989 from Mellon Bank, N.A., Pittsburgh, Pennsylvania, of its intent to increase its investment in Mellon Bank, Canada, Toronto, Canada, by an additional Canadian $9.0 million (approximately U.S. $8.0 million).	Not Yet Known #

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

NONE

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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

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Federal Reserve Bank of St. Louis

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper Notice Only

Application	Comment Period Ending Date
Barclays Bank of North Carolina, Charlotte, North Carolina, request for permission to relocate a branch from 111 S. Washington Street, Greenville, North Carolina, to 2475 Stantonsburg Road, Greenville, North Carolina.*	6-19-89

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

Application	Comment Period Ending Date
Unity Bancorp, Inc., Rocky Mount, North Carolina, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Unity Bank & Trust Company, Rocky Mount, North Carolina, a de novo bank.*	6-21-89**
First Commercial Holding Corporation, Asheville, North Carolina, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of First Commercial Bank, Asheville, North Carolina.*	6-21-89**

Section III - Applications Subject to Federal Register Notice

Application	Comment Period Ending Date
RHNB Corporation, Rock Hill, South Carolina, to engage in recourse factoring, accounts receivable financing, and leasing of personal property through the acquisition of Sterling Commercial Corporation, Charlotte, North Carolina. The activity would be conducted nationwide.	6-21-89**

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.

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May 29, 1989

Federal Reserve Bank of Atlanta
Applications Bulletin

Section I - Applications Subject to Newspaper Notice Only

Application	Comment Period Ending Date
First Bank of Crestview Crestview, Florida	06-16-89 (CRA) Newspaper

To merge with First Interim Bank of Crestview, Crestview, Florida (interim merger proposal).

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

Application	Comment Period Ending Date
FBC Holding Co., Inc. Crestview, Florida	

1-BHC formation, First Bank of Crestview, Crestview, Florida.

BMR Financial Group, Inc. Atlanta, Georgia	06-14-89 Federal Register

To acquire Bay Bankshares, Inc., Clearwater, Florida, and indirectly acquire its subsidiary banks, AmeriBank, Clearwater, Florida, and AmeriBank of Oldsmar, Oldsmar, Florida.

SunTrust Banks, Inc. Atlanta, Georgia	06-13-89 Newspaper

To acquire additional shares, up to 24.99 percent of Peoples Bank of Lakeland, Lakeland, Florida. (SunTrust currently owns 4,179 shares of Peoples Bank, representing 13.93 percent).

First American Corporation Nashville, Tennessee	06-07-89 Federal Register

To acquire First American Community Development Corporation, Nashville, Tennessee, and engage de novo in community development activities, pursuant to section 225.25(b)(6) of Regulation Y.

Franklin Financial Corporation Franklin, Tennessee	06-13-89 Newspaper

1-BHC formation, Franklin National Bank, Franklin, Tennessee (in organization).

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Federal Reserve Bank of St. Louis

May 29, 1989

Federal Reserve Bank of Atlanta
Applications Bulletin

Section III - Applications Subject to Federal Register Notice Only

Application	Comment Period Ending Date
SouthTrust Corporation Birmingham, Alabama	06-29-89 Federal Register

To engage **de novo** in securities brokerage activities through its subsidiary, SouthTrust Securities, Inc., Birmingham, Alabama, pursuant to section 225.25(b)(15) of Regulation Y.

Dadeland Bancshares, Inc. Miami, Florida	05-26-89 Federal Register

Joint venture with Dadeland Bank, Miami, Florida (member bank), and Community Bank of Homestead, Homestead, Florida, to retain shares of Financial Processors, Inc., Miami, Florida, and continue engaging in data processing activities, pursuant to section 225.25(b)(7) of Regulation Y (after-the-fact).

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

Application

First Commerce Corporation
New Orleans, Louisiana
3(a)(5) Waiver Request.

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Federal Reserve Bank of St. Louis

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper Notice Only

Type	Application	Comment Period Ending Date
Branch	Comerica Bank - Detroit Detroit, Michigan Ford & Middlebelt Garden City, Michigan*	N - **
Branch	Comerica Bank - Detroit Detroit, Michigan 41941 Garfield, Mt. Clemens, Michigan*	N - **
Branch	Comerica Bank - Detroit Detroit, Michigan 4395 Orchard Lake Road Orchard Lake, Michigan*	N - **
Branch	Comerica Bank - Detroit Detroit, Michigan 5720 North Sheldon Canton, Michigan*	N - **
Branch	Comerica Bank - Detroit Detroit, Michigan 65 South Livernois Rochester, Michigan*	N - **
Merger/ Branch	First of America Bank-North Michigan Cheboygan, Michigan First of America Bank - Grand Traverse, National Association Traverse City, Michigan Branches - 522 Railroad Street, Traverse City, Michigan - 1057 East Front Street, Traverse City, Michigan - 1747 S. Benzie Highway, Benzonia, Michigan - 10561 South U.S. 31, Elk Rapids, Michigan	N - **

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

Type	Application	Comment Period Ending Date
Y-1	State Savings Bancorp, Inc. Caro, Michigan State Savings Bank of Caro Caro, Michigan*	FR - ** N - **

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Federal Reserve Bank of St. Louis

Federal Reserve Bank of Chicago

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

Type	Application	Comment Period Ending Date
CoC	First Financial Corporation Terre Haute, Indiana First Financial Corporation Employee Stock Ownership Plan Trust Terre Haute, Indiana	FR - ** N - **

Section III - Applications Subject to Federal Register Notice Only

Type	Application	Comment Period Ending Date
4(c)(8)	Illinois Holding Co Sherrard, Illinois To engage in mortgage and commercial financial activities	FR - **

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

Type	Application
RoS	Maple Park Bancshares, Inc. Maple Park, Illinois To redeem 191,605 shares of stock from Bruce Madden

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

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SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

None.

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

Application	Comment Period Ending Date
*Section 3(a)(3) application by Mercantile Bancshares, Inc., Jonesboro, Arkansas, to acquire North Arkansas Bancshares, Inc., Jonesboro, Arkansas	(Newspaper 6-30-89)
*Section 3(a)(3) application by Mercantile Bancshares, Inc., Jonesboro, Arkansas, to acquire Mammoth Investment and Credit Corporation, Inc., Mammoth Springs, Arkansas	(Newspaper 6-30-89)

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER

None.

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

Stock redemption notification by
Carbondale Investment Corporation,
Carbondale, Illinois

*This application is subject to CRA.

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Federal Reserve Bank of St. Louis

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to Newspaper Notice Only

Application	Comment Period Ending Date
North Shore Bank of Commerce Duluth, MN To establish a branch at 1600 Miller Trunk Highway, Duluth, MN.	Not yet available
Farmers and Merchants Bank Huron, SD To establish a branch in Yankton, SD	Not yet available

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

Application	Comment Period Ending Date
Edward Bros. Holding Company, Inc. Denton, MT To acquire Farmers State Bank, Denton, MT*	6-8-89 (Federal Register)
Pioneer Acquisition Corp. Ladysmith, WI To acquire Pioneer National Bank Ladysmith, WI*	6-8-89 (Federal Register)
Madison Agency, Inc. Sioux Falls, SD To acquire State Bank of Hendricks Hendricks, MN*	6-8-89 (Federal Register)
Gail K. Mathisen To acquire 100% of St. James Bancorp. Inc., Chanhassen, MN	Not yet available

*Subject to CRA

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FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject to Federal Register Notice Only

Application	Comment Period Ending Date
None.	

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

Application
None.

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SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION	COMMENT PERIOD ENDING DATE
Citizens Bank, Lawton, Oklahoma, for prior approval for membership in the Federal Reserve System.	Not Available

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

APPLICATION	COMMENT PERIOD ENDING DATE
Ace Gas, Inc., Deshler, Nebraska, for prior approval to become a bank holding company through the acquisition of 98.4 percent of the voting shares of Gibbon Exchange Company, Gibbon, Nebraska, parent of Exchange Bank of Gibbon, Gibbon, Nebraska.*	Not Available
Peter J. Fiene, Gladstone, Missouri, and Patrick R. Fiene, Overland Park, Kansas, for prior approval as a group to increase their proportionate ownership interest in Gardner Bancorp, Inc., Gardner, Kansas, by 24.67 percent to 51.85 percent.	Not Available
Fourth Financial Corporation, Wichita, Kansas, for prior approval to acquire 100 percent of the voting shares of The First National Bank and Trust Company of El Dorado, El Dorado, Kansas.*	Not Available
Lisco State Company, Lisco, Nebraska, for prior approval to acquire 28.33 percent of the voting shares of O & F Cattle Company, Oshkosh, Nebraska, parent of Nebraska State Bank, Oshkosh, Nebraska.*	Not Available

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Dennis Schardt, Deshler, Nebraska, for prior approval to acquire 39.47 percent ownership interest in Gibbon Exchange Company, Gibbon, Nebraska; Ronald Schardt, Deshler, Nebraska, for prior approval to acquire .67 percent; Superior Deshler Company, Deshler, Nebraska, for prior approval to acquire 4.94 percent; VIE Company, Deshler, Nebraska, for prior approval to acquire 4.94 percent; and S&S Industries, Inc., Deshler, Nebraska, for prior approval to acquire .65 percent.	Not Available
Richard C. Civerolo, Albuquerque, New Mexico, for prior approval to increase his proportionate ownership interest in Western Bancshares of Albuquerque, Inc., Albuquerque, New Mexico, by 2.63 percent to 4.65 percent; D&D Enterprises, Albuquerque, New Mexico, for prior approval to acquire 1.58 percent; Gasilio and Oliva DiGregorio, Gallup, New Mexico, for prior approval to increase their proportionate ownership interest by 2.42 percent to 4.44 percent; George A. DuBois, Albuquerque, New Mexico, for prior approval to acquire .34 percent; DuBois, Caffery, Cooksey, Bishoff and Dickinson, P.A., Profit Sharing Plan, Albuquerque, New Mexico, for prior approval to increase its proportionate ownership interest by 3.67 percent to 7.72 percent; William T. Fietz, Albuquerque, New Mexico, for prior approval to increase his proportionate ownership interest by 6.43 percent to 9.46 percent; GAD Enterprises, Inc., Albuquerque, New Mexico, for prior approval to acquire .52 percent; Donald R. Holmes, Albuquerque, New Mexico, for prior approval to increase his proportionate ownership interest by 2.42 percent to 4.44 percent;	Not Available

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Steven P. Jackson, Albuquerque, New Mexico, for prior approval to increase his proportionate ownership interest by .53 percent to 1.54 percent; Dennis Jontz, Albuquerque, New Mexico, for prior approval to acquire .11 percent; Western Bank Employee Stock Ownership Plan, Albuquerque, New Mexico, for prior approval to increase its proportionate ownership interest by 1.90 percent to 11.48 percent; Charles W. Williams, Albuquerque, New Mexico, for prior approval to increase his proportionate ownership interest by 2.42 percent to 5.45 percent; William P. Gralow, Albuquerque, New Mexico, for prior approval to acquire .11 percent; Dave Wintermute, Trustee, Albuquerque, New Mexico, for prior approval to increase his proportionate ownership interest by 3.15 percent to 4.16 percent; Wayne Wolf, Albuquerque, New Mexico, for prior approval to acquire 1.47 percent; Wayne Wolf, Trustee, Albuquerque, New Mexico, for prior approval to acquire 2.42 percent; and ZHMC, Inc., Albuquerque, New Mexico, for prior approval to acquire 5.06 percent.

ARSEBECO, Inc., Falls City, Nebraska, for prior approval to acquire 90 percent of the voting shares of State Bank of Stella, Stella, Nebraska.* — June 5, 1989

BOC Banshares, Inc., Chouteau, Oklahoma, for prior approval to become a bank holding company through the acquisition of 95.87 percent of the voting shares of Bank of Commerce, Chouteau, Oklahoma.* — June 5, 1989

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F.N.B.A. Holding Co., Inc., North Miami, Florida, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First National Bank of Arvada, Arvada, Colorado.*	June 5, 1989
Mountain West Banking Corporation, Denver, Colorado, for prior approval to become a multibank holding company through the acquisition of 100 percent of the voting shares of International Bancorp, Denver, Colorado, parent of International Bank, Denver, Colorado; International Bank-Englewood, Englewood, Colorado; International Bank-North, Federal Heights, Colorado; and International Bank-Wheat Ridge, Wheat Ridge, Colorado.*	June 8, 1989
David Frieze, Inola, Oklahoma, and W. S. Atherton, Tulsa, Oklahoma, for prior approval to increase each of their proportionate ownership interests in Northeastern Oklahoma Bancshares, Inc., Inola, Oklahoma, by 5 percent to 25 percent.	June 6, 1989
Dean Ranson, Fairview, Oklahoma, for approval to retain his proportionate ownership interest in Fairview Bancshares, Inc., Fairview, Oklahoma, of 20.50 percent.	June 6, 1989
Jack W. Williams, Ardmore, Oklahoma, for approval to retain his proportionate ownership interest in Citizens Commerce Corporation, Ardmore, Oklahoma, of 10.49 percent.	June 6, 1989

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SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION	COMMENT PERIOD ENDING DATE
Lisco State Company, Lisco, Nebraska, for prior approval to engage in making, acquiring, and/or servicing loans for itself or for others of the type made by a consumer finance company and for prior approval to engage 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

Gibbon Exchange Company, Gibbon, Nebraska, for prior approval to redeem 10,000 shares of its own voting common stock.

NBM Corporation, McAlester, Oklahoma, for prior approval to redeem 7,000 shares of its own voting common stock.

Telluride Bancorp, Ltd., Telluride, Colorado, for approval to retain 233 shares of its own voting common stock.

Gardner Bancorp, Inc., Gardner, Kansas, for prior approval to redeem 659 shares of its own voting common stock.

*Application is subject to CRA.

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FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF MAY 22, 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 Vernon Carroll Minor, Marlin, TX to acquire an interest in Lorena State Bank, Lorena, TX	N/A
Change in Control Notice by Frank D. Yturria, Brownsville, TX to acquire an interest in TB&T Bancshares, Inc., Brownsville, TX	N/A
Change in Control Notice by First National Bank of Artesia Employee Stock Option Plan, Artesia, NM to acquire an interest in First Artesia Bancshares, Inc., Artesia, NM	N/A
Change in Control Notice by Lowell M. Irby; William M. Siegenthaler; Loy G. Fletcher; John T. Jackson, Jr.; James E. Guy, Artesia, NM; M. Greg Anesi, Farmington, NM; and Western Bank, Artesia, NM to acquire an interest in Western Bancshares of New Mexico, Inc., Artesia, NM (Resubmission)	N/A

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION	NOTICE EXP
Section 4(c)(8) de novo notification by Capital Reserves Group, Inc., College Station, TX to acquire Reed, Seymour & Associates, Inc., College Station, TX (providing management services to depository institutions)	N/A

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

APPLICATION

Notice by Western Bancshares of New Mexico, Inc.,
Artesia, NM to redeem 12,468.743 shares of its common stock
(Resubmission)

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

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FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 5/26/89

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

ValliCorp Holdings, Inc., Fresno, California, to become a bank holding company through the acquisition of Fresno Bancorp and Western Commercial, Inc., both of Fresno, California.	Fed. Reg.:	6/14/89
	Newspaper:	6/12/89
Salinas Valley Bancorp, Salinas, California, to become a bank holding company through the acquisition of Bank of Salinas, Salinas, California.	Fed. Reg.:	6/14/89
	Newspaper:	Not available
Ernest L. Go, Hillsborough, California, to: 1) retroactively increase ownership from 14.5 to 17.99 percent, and 2) increase ownership up to 24.9 percent of Orient Bancorporation, San Francisco, California.	Fed. Reg.:	6/14/89
	Newspaper:	Not available

Section III - Applications Subject to Federal Register Notice Only

ValliCorp Holdings, Inc., Fresno, California, to acquire Western Commercial Leasing Company, Fresno, California, and thereby engage in leasing of personal property.	Fed. Reg.:	6/14/89
Puget Sound Bancorp, Tacoma, Washington, to engage de novo in community development activities.	Fed. Reg.:	Not available

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

None

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* Subject to CRA.

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