

DEC 4 10 33 AM '89
FEDERAL RESERVE BANK
OF CLEVELAND

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

CHANGE IN BANK CONTROL

Marin National Bancorp, San Rafael, California --
change in bank control.
Permitted, November 13, 1989.

FORMS

Terms of Credit Card Plans (FR 2572) -- to implement
a new report.
Proposed, November 16, 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

Richmond	Central Fidelity Bank, Richmond, Virginia -- to establish a branch at 1400 Crossways Boulevard, Suite A, Chesapeake, Virginia; and at the intersection of Crossways Center Drive and Greenbrier Parkway. Approved, November 15, 1989.
New York	Chemical Bank, New York, New York -- to establish branches at York College of CUNY, 94-20 Guy R. Boulevard, Jamaica, New York; and The American Society of Composers, Authors & Publishers, One Lincoln Plaza, New York, New York. Approved, November 14, 1989.
San Francisco	First Interstate Bank of California, Los Angeles -- California -- to establish a branch at 12016 East Telegraph Road, Santa Fe Springs, California. Approved, November 17, 1989.
Richmond	Hallmark Bank & Trust Company, Springfield, Virginia -- to establish a branch at 14229 Potomac Mills Road, Woodbridge, Virginia. Approved, November 14, 1989.

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

BANK HOLDING COMPANIES

Dallas	American State Financial Corporation of Delaware, Wilmington, Delaware -- to acquire Brownfield State Bank, Brownfield, Texas, American State Bank, Lubbock, Texas, Liberty State Bank; and American State Bank of Snyder, Snyder, Texas. Approved, November 13, 1989.
Kansas City	Bancshares of McLouth, Inc., McLouth, Kansas -- to acquire The Bank of McLouth. Approved, November 16, 1989.
Chicago	Caisse Nationale de Credit Agricole, Paris, France -- extension to January 21, 1990, to engage de novo in providing opinions in connection with mergers, acquisitions and similar transactions for nonaffiliated financial and managerial institutions and to March 4, 1990, to engage de novo in lending and leasing activities through UI-USA, Inc., New York, New York. Permitted, November 16, 1989.
Cleveland	Cardinal Bancshares, Inc., Lexington, Kentucky -- to engage de novo in providing management consulting advice to non-affiliated bank and nonbank depository institutions. Permitted, November 18, 1989.
St. Louis	Citizens National Bank Corporation, Tell City, Indiana -- to engage de novo in credit related insurance through Citizens National Life Insurance Company. Permitted, November 17, 1989.
Atlanta	Drummond Banking Company, Chiefland, Florida -- to acquire Drummond Community Bank. Approved, November 16, 1989.
Chicago	Elmwood Bancshares, Inc., Elmwood, Illinois -- to acquire Stenwall Insurance Agency. Approved, November 14, 1989.
New York	Financial Institutions, Inc., Warsaw, New York -- to acquire Salamanca Trust Company, Salamanca, New York. Approved, November 13, 1989.

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

BANK HOLDING COMPANIES

Chicago	Firststar Corporation, Milwaukee, Wisconsin, and Firststar Corporation of Illinois -- to acquire Park Forest Holdings, Inc., Omaha, Nebraska, Park Forest Bancorporation, Inc., and Bank of Park Forest, Park Forest, Illinois. Approved, November 13, 1989.
New York	Fuji Bank, Limited, Tokyo, Japan -- to engage de novo in commercial finance and merger and acquisition activities through Heller Capital Markets Group, Inc. Permitted, November 14, 1989.
Chicago	Greatbanc, Inc., Itasca, Illinois -- to engage de novo in offering trust and other services through GreatBanc Trust Company, Aurora, Illinois. Permitted, November 15, 1989.
Cleveland	Hometown Bancshares, Inc., Middlebourne, West Virginia -- to acquire Universal Banc Corp., Paden City, West Virginia. Approved, November 17, 1989.
New York	Hongkong and Shanghai Banking Corporation, Limited, Hong Kong, B.C.C.; Kellett N.V., Curacao, Netherlands Antilles; HSBC Holdings B.V., Amsterdam, the Netherlands, and Marine Midland Banks, Inc., Buffalo, New York -- to engage de novo in retail automotive leasing financing through Jaguar Leasing Corporation. Permitted, November 14, 1989.
Secretary	Huntington Bancshares Incorporated, Columbus, Ohio -- to acquire by merger First Macomb Bancorp, Incorporated, Mount Clemens, Michigan, and First Macomb Bank. Approved, November 13, 1989.
Kansas City	Kansas Bank Corporation, Liberal, Kansas -- to acquire Elkhart Financial Corporation, Elkhart, Kansas, and First National Bank of Elkhart. Approved, November 13, 1989.

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

BANK HOLDING COMPANIES

Richmond	Maryland Publick Banks, Inc., Annapolis, Maryland -- to acquire The Annapolis National Bank. Approved, November 17, 1989.
Chicago	North Bancorp, Inc., Gaylord, Michigan -- to acquire First National Bank of Gaylord. Approved, November 14, 1989.
New York	North Fork Bancorporation Inc., Mattituck, New York -- to engage de novo through Compass Investment Services Corporation in securities brokerage. Approved, November 14, 1989.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota; Norwest Financial Services, Inc., Des Moines, Iowa; and Norwest Financial, Inc. -- to open de novo offices and to engage de novo in financial and credit related insurance activities. Permitted, November 15, 1989.
Staff Director BS&R	Old Second Bancorp, Inc., Aurora, Illinois -- transfer agent registration. Approved, November 17, 1989.
Minneapolis	Primo Financial Services, Inc., Apple Valley, Minnesota -- to acquire State Bank of Hampton, Hampton, Minnesota. Approved, November 16, 1989.
Chicago	Randall - Story Bancshares, Inc., Story City, Iowa -- to acquire Kenneth Insurance Agency, Randall, Iowa. Approved, November 14, 1989.
San Francisco	Security Pacific Corporation, Los Angeles California -- to engage in investment advisory activities through Sumisei Secpac Investment Advisors, Inc. Approved, November 14, 1989.
Kansas City	Shidler Bancshares, Inc., Shidler, Oklahoma -- to acquire Security Bank & Trust Company of Ponca City, Ponca City, Oklahoma. Withdrawn, November 15, 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 Fidelity Bancorp Inc., of West Memphis,
 West Memphis, Arkansas, and Fidelity National Bank
 of West Memphis.
 Withdrawn, November 14, 1989.

BANK MERGERS

Richmond Crestar Financial Corporation, Richmond, Virginia --
 to merge with The Northern Virginia Banking
 Corporation, Sterling, Virginia.
 Approved, November 15, 1989.

Chicago First of America Bank - Northern Michigan, Cheboygan,
 Michigan -- to merge with Antrim County State Bank,
 Mancelona, Michigan.
 Approved, November 14, 1989.

BANK PREMISES

Minneapolis Farmers State Bank, Victor, Montana -- investment in
 bank premises.
 Approved, November 13, 1989.

BANKS, STATE MEMBER

Staff Director Bank of Nashville, Nashville, Tennessee -- transfer
BS&R agent registration.
 Approved, November 17, 1989.

CAPITAL STOCK

Minneapolis Drayton Bancorporation, Inc., Drayton, North Dakota
 -- redemption of shares.
 Approved, November 13, 1989.

Philadelphia First Peoples Financial Corp., Westmont, New Jersey
 -- redemption of shares.
 Approved, November 17, 1989.

Boston NewMil Bancorp, Inc., New Milford, Connecticut --
 redemption of shares.
 Withdrawn, November 17, 1989.

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

CHANGE IN BANK CONTROL

Minneapolis	Drayton Bancorporation, Inc., Drayton, North Dakota -- change in bank control. Permitted, November 13, 1989.
Dallas	First Caprock Bancshares, Inc., Claude, Texas -- change in bank control. Permitted, November 13, 1989.
Atlanta	Imperial Bank, Coral Gables, Florida -- change in bank control. Permitted, November 13, 1989.
Richmond	Matewan BancShares, Inc., Matewan, West Virginia -- change in bank control. Permitted, November 13, 1989.
Kansas City	Security Bancshares, Inc., Tulsa, Oklahoma -- change in bank control. Permitted, November 13, 1989.

COMPETITIVE FACTORS REPORTS

Dallas	Angelina National Bank, Lufkin, Texas, proposed merger with Huntington State Bank, Huntington, Texas -- report on competitive factors. Submitted, November 14, 1989.
San Francisco	Bank of Livermore, Livermore, California, proposed acquisition of certain assets and assumption of the liability to pay deposits of the Livermore Branch of Sanwa Bank, California, San Francisco, California -- report on competitive factors. Submitted, November 17, 1989.
St. Louis	Bank of Mulberry, Mulberry, Arkansas, proposed merger with Bank of Kensett, Kensett, Arkansas -- report on competitive factors. Submitted, November 13, 1989.
Boston	BayBank Middlesex, Burlington, Massachusetts, proposed merger with BayBank Merrimack Valley, N.A., Andover, Massachusetts -- report on competitive factors. Submitted, November 16, 1989.

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

COMPETITIVE FACTORS REPORTS

Boston Coolidge Bank and Trust Company, Boston, Massachusetts, proposed acquisition of certain assets and assumption of the liability to pay deposits in the Cambridge and Brighton, Massachusetts Branches of Merchants Bank of Boston, A Co-operative Bank, Boston, Massachusetts -- report on competitive factors.
Submitted, November 17, 1989.

Richmond First Charlotte Bank & Trust Co., Charlotte, North Carolina, proposed merger with First Charlotte Interim Bank -- report on competitive factors.
Submitted, November 17, 1989.

New York Gateway Bank, Norwalk, Connecticut, proposed merger with Connecticut Community Bank, Greenwich, Connecticut -- report on competitive factors.
Submitted, November 16, 1989.

Atlanta Intercontinental Bank, Miami, Dade County, Florida, proposed merger with Atico Savings Bank -- report on competitive factors.
Submitted, November 14, 1989.

Dallas New Lubbock National Bank, Lubbock, Texas, proposed merger with Lubbock National Bank -- report on competitive factors.
Submitted, November 14, 1989.

New York Suffolk County National Bank of Riverhead, Riverhead, New York, proposed purchase of certain assets and assumption of certain liabilities of the Port Jefferson Village Branch of Chemical Bank, New York, New York.
Submitted, November 17, 1989.

Atlanta Union Planters Bank - Tennessee Valley, Oak Ridge, Tennessee, proposed purchase of the assets and liabilities of the four Knox and Anderson County Branches of the Union Planters Bank, Memphis, Tennessee -- report on competitive factors.
Submitted, November 15, 1989.

San Francisco Wells Fargo Bank, N.A., San Francisco, California, proposed merger with Torrey Pines Bank, Solana Beach, California -- report on competitive factors.
Submitted, November 16, 1989.

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

EXTENSIONS OF TIME

San Francisco	BankAmerica Corporation, San Francisco, California -- extension to divest certain property. Granted, November 14, 1989.
Atlanta	Bryan Bancorp of Georgia, Inc., Richmond Hill, Georgia -- extension to February 11, 1990, to acquire Bryan Bank & Trust. Granted, November 15, 1989.
Chicago	Erie Bancorp, Inc., Erie, Illinois -- extension to March 3, 1990, to engage de novo in lending activities. Granted, November 16, 1989.
Chicago	Fayette Bancorporation, Marion, Iowa -- extension to February 28, 1990, to acquire Maynard Savings Bانشarecorp, Maynard, Iowa, and The Maynard Savings Bank. Granted, November 14, 1989.
Chicago	First National Bank of Blue Island Employee Stock Ownership Trust, Blue Island, Illinois -- extension to February 9, 1990, to acquire additional shares of Great Lakes Financial Resources, Inc., and Bank of Homewood, Homewood, Illinois. Granted, November 16, 1989.
Atlanta	First Security Corporation, Norcross, Georgia -- extension to March 6, 1990, to acquire First Security National Bank. Granted, November 15, 1989.
St. Louis	HNB Bancorp, Inc., Hannibal, Missouri -- extension to February 24, 1990, to acquire the successor by merger to the Hannibal National Bank. Granted, November 15, 1989.
Chicago	Midlothian State Bank Employee Stock Ownership Trust, Midlothian, Illinois -- extension to February 17, 1990, to acquire Midlothian State Bank. Granted, November 13, 1989.
Dallas	Mineral Wells Bancshares, Inc., Mineral Wells, Texas -- extension to March 1, 1990, to acquire First State Bank of Mineral Wells. Granted, November 17, 1989.

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

EXTENSIONS OF TIME

St. Louis	M&P Community Bancshares, Inc., Newport, Arkansas -- extension to February 14, 1990, to acquire Merchants and Planters Bank. Granted, November 16, 1989.
Richmond	NCNB Corporation, Charlotte, North Carolina -- extension to February 18, 1990, to engage de novo in underwriting certain securities through NCNB Capital Markets, Inc. Granted, November 13, 1989.
Richmond	NCNB Texas National Bank, Dallas, Texas -- extension to August 26, 1990, to divest stock of the Fourth National Corporation, Tulsa, Oklahoma. Granted, November 14, 1989.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota -- extension to February 25, 1990, to redeem shares. Granted, November 13, 1989.
Atlanta	South Banking Company, Alma, Georgia -- extension to February 18, 1990, to merge with Georgia Peoples Bankshares, Inc., Baxley, Georgia. Granted, November 15, 1989.

REGULATIONS AND POLICIES

Secretary FOMC	Federal Open Market Committee -- policy record for the meeting of October 3, 1989. Published, November 17, 1989.
Director C&CA	Regulation E -- update of official staff commentary; additional commentary discusses stop - payment orders in cases in which there has been a revocation of a preauthorized debit. Proposed, November 16, 1989.
Director, C&CA	Regulation Z -- update of official staff commentary; additional commentary include tax refund anticipation loans, the price-level adjusted mortgage (a new mortgage product), and open-end credit advertising. Proposed, November 16, 1989.

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

RESERVE BANK OPERATIONS

- Director, FRBO Federal Reserve Bank of Richmond -- to purchase low speed check sorters.
Approved, November 17, 1989.
- Director, FRBO Federal Reserve Bank of San Francisco -- to purchase a PBX and voice processing system for the Portland Branch.
Approved, November 15, 1989.
- Director FRBO Federal Reserve Bank of San Francisco -- to modify the computer room at the Los Angeles Branch..
Approved, November 16, 1989.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

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

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

<u>Application</u>	<u>Comment</u>	<u>Period Ending Date</u>
Atlantic Bancshares, Inc., Newington, New Hampshire --	<u>Newspaper</u>	12-1-89
3(a)(1) application to become a bank holding company through the acquisition of Atlantic Trust Company, Newington, New Hampshire*	<u>Federal Register</u>	12-7-89

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

<u>Application</u>	<u>Comment</u>	<u>Period Ending Date</u>
Fleet/Norstar Financial Group, Inc., Providence, Rhode Island and Fleet/Norstar New York, Inc., Albany, New York - 4(c)(8) application to engage in the placement of all types of securities and to provide investment advisory services to retail and institutional customers, through Adams McEntee, Fleet/Norstar Securities, Inc., New York, New York	<u>Federal Register</u>	11-30-89

Society for Savings Bancorp, Hartford, Connecticut - 4(c)(8) application to acquire Franklin Equity Leasing Company, St. Louis, Missouri	<u>Federal Register</u>	Not Yet Established
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SECTION IV - APPLICATIONS NOT SUBJECT TO
FEDERAL REGISTER OR NEWSPAPER NOTICE

Application

Comment Period Ending Date

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

Central Capital Corporation and Central Guaranty Trustco Limited, both of Halifax, Nova Scotia, Canada to increase their interest in U.S. Trust Corporation, New York, New York to 19.99%.

11/27/89 4/

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

The Saitama Bank, Ltd., Urawa, Japan to engage through its subsidiary, Saitama Bank Trust Company of New York, in trust company and investment advisory activities.

11/27/89

Chemical Banking Corp., New York, New York to expand the futures commission merchants activities of its subsidiary, Chemical Futures, Inc., to include stock index futures.

N/A

Bankers Trust New York Corporation, New York to engage through its subsidiary, BT Securities Corporation, in certain investment, management consulting and other advisory activities.

N/A

BankAmerica Corporation, San Francisco, California,
Bankers Trust New York Corporation, New York, New York,
The Bank of New York Company, Inc., New York, New York,
The Chase Manhattan Corporation, New York, New York,
Chemical Banking Corporation, New York, New York,
Citicorp, New York, New York, Continental Bank
Corporation, Chicago, Illinois, First Chicago
Corporation, Chicago, Illinois, The Hongkong and Shanghai
Banking Corporation Ltd., Hong Kong, Kellett N.V.,
Curacao, Netherlands Antilles, HSBC Holding B.V.,
Amsterdam, the Netherlands, Marine Midland Banks Inc.,
New York, New York, J.P. Morgan & Co. Incorporated,
New York, New York, Manufacturers Hanover Corporation,
New York, New York, Midland Bank plc, London, England

and Westpac Banking Corporation, Sydney, Australia to acquire indirectly through Liberty Brokerage, Inc., New York, New York the assets of Market Vision Corporation, New York, New York and thereby indirectly to engage in data processing activities. N/A

Amsterdam-Rotterdam Bank, N.V. and Stichting Amro, both of Amsterdam, the Netherlands to acquire more than 5% of the shares of Discount Brokers International, Inc., New York, New York and thereby to engage in providing securities brokerage and investment advisory services. 11/28/89

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
 - 4/ Date specified in Federal Register notice; a later date may be specified in the newspaper notice.



SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

First Sterling Bank, Devon, PA to establish a branch to be located at 22 N. Bryn Mawr Ave., Bryn Mawr, Montgomery Cty., PA. 12/18/89

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

Keystone Financial, Inc., Harrisburg, PA to engage de novo through its subsidiary, Keystone Financial Leasing Corporation, Harrisburg, PA in leasing real or personal property, pursuant to Section 4(c)(8) of the Bank Holding Company Act. 12/7/89

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 November 18, 1989

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</u>
Received Section 3(a)(1) application on November 14, 1989 from Emclair Financial Corp., Emlenton, Pennsylvania, to acquire The Farmers National Bank of Emlenton, Emlenton, Pennsylvania.	* N - December 14, 1989
Received Section 3(a)(5) application on November 17, 1989 from Greater Ohio River Corporation, Columbus, Ohio, to acquire Tonti Financial Corporation, Columbus, Ohio.	* Not Yet Known #

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

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

Applications Bulletin
For Week Ending November 18, 1989

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

Received request on November 13, 1989 from Security Dollar Bank, Niles, Ohio, for permission to exceed its limit of investment in bank premises permitted under Section 24A of the Federal Reserve Act.

Received request on November 13, 1989 from The Union Bank & Savings Company, Bellevue, 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

<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>
The Maybaco Company, Baltimore, Maryland, for prior approval to acquire 8% of MNC Financial, Inc., Baltimore, Maryland, and its banks and nonbank subsidiaries.*	12-14-89
Beacon Capital Corporation, Henderson, North Carolina, for prior approval to become a bank holding company through the acquisition of Franklin National Bank, Louisburg, North Carolina, a <u>de novo</u> bank, and Vance National Bank, Henderson, North Carolina, a <u>de novo</u> bank.*	12-16-89

Section III - Applications Subject to Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
MNC Financial, Inc., Baltimore, Maryland, to engage <u>de novo</u> in the making of equity and debt investments in low income housing construction or rehabilitation projects designed primarily to promote community welfare. The activities would be conducted in Maryland, the District of Columbia, Virginia, West Virginia, Delaware, and Pennsylvania.**	11-27-89
South Carolina National Corporation, Columbia, South Carolina, to engage <u>de novo</u> in participating in community development activities by investing in one or more community development projects which will provide safe and affordable rental housing for low- to moderate-income persons in South Carolina. The activity would be conducted in South Carolina.	Not Yet Available

*Application is subject to CRA.

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

Federal Reserve Bank of Richmond

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

Application

None

November 20, 1989

Federal Reserve Bank of Atlanta
Applications Bulletin

Section I - Applications Subject to Newspaper Notice Only

Application

Sovran Bank/Central South
Nashville, Tennessee

To merge with Sovran Bank/Chattanooga, Chattanooga, Tennessee;
Sovran Bank/Greeneville, Greeneville, Tennessee; Sovran Bank/Memphis,
Memphis, Tennessee; Sovran Bank/Tri-Cities, Johnson City, Tennessee, and
Sovran Bank/Union City, Union City, Tennessee.

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

Application

Comment Period Ending Date

First Commercial Bancorporation
Boca Raton, Florida

Change in control by Jordan E. Ginsburg, to acquire an additional 8.58
percent of the outstanding shares of common stock that will increase his
total percentage of ownership to 24.90 percent.

BMR Financial Group, Inc.
Atlanta, Georgia

12-08-89
Newspaper

To acquire Meigs County Bancshares, Inc., Decatur, Tennessee, and
indirectly acquire its subsidiary bank, Meigs County Bank, Decatur,
Tennessee.

Dahlonaga Bancorp, Inc.
Dahlonaga, Georgia

To retain an additional 2.1 percent of Mountain Bank of Georgia, Hiawasee,
Georgia, that increased their total percentage ownership to 7 percent
(after-the-fact).

Dahlonaga Bancorp, Inc.
Dahlonaga, Georgia

11-30-89
Federal Register

To merge with First Union Bancorp, Inc., Blairsville, Georgia, and thereby
acquire its banking subsidiary, First National Bank of Union County,
Blairsville, Georgia.

Section III - Application Subject To Federal Register Notice Only

Application

First National Corporation of Picayune
Picayune, Mississippi

To engage *de novo* in insurance activities related to extensions of credit
through its proposed new subsidiary, Community Finance, Inc., Picayune,
Mississippi, pursuant to section 225.25(b)(8)(ii) of Regulation Y.

November 20, 1989

Federal Reserve Bank of Atlanta
Applications Bulletin

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

Application

B.H.C. Inc.

Arlington, Georgia

To redeem 1,225 shares (14.82 percent) of its outstanding common stock.

U.S. Bancshares, Inc.

Morristown, Tennessee

After-the-fact stock redemption notice to redeem 11,569 shares (10 percent) of its outstanding common stock.

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch/24A	First Chicago Bank of Lincoln Park Chicago, Illinois 2150 N. Clybourn Avenue Chicago, Illinois*	N - **

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
CoC	First Sterling Bancorp, Inc. Sterling, Illinois William J. Hank	FR - 12-1-89 N - 11-28-89
CoC-HC	Mid-Iowa, Inc. Panora, Iowa Larry Wenzl Ames, Iowa	FR - 11-7-89 N - 11-30-89
Y-1	Fed One Corp. Griswold, Iowa Griswold State Bancshares, Inc. Griswold, Iowa Griswold State Bank Griswold, Iowa*	FR - ** N - **
Y-1	First Mutual Bancorp of Illinois, Inc. Chicago, Illinois Mutual Trust & Savings Bank Harvey, Illinois*	FR - ** N - **
Y-1	Tremont Bancorp, Inc. Tremont, Illinois The First National Bank in Tremont Tremont, Illinois*	FR - ** N - 11-17-89
Y-2	Lincoln Financial Corporation Fort Wayne, Indiana PTC Financial Corporation Peru, Indiana The Peru Trust Company Peru, Indiana*	FR - ** N - **

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>
Y-4	Fed One Corp. Griswold, Iowa Cass County Insurance Agency, Inc. Griswold, Iowa	FR - **
4(c)(8)	Fidelity Financial Corporation of Michigan Birmingham, Michigan Making and acquiring loans and other extensions of credit	FR - **

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

<u>Type</u>	<u>Application</u>
RoS	Morningside Development Company Sioux City, Iowa To redeem 1,995 shares of preferred stock
RoS	Old Kent-Illinois, Inc. Chicago, Illinois To redeem 17,800 shares of common stock

N - 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

<u>Application</u>	<u>Comment Period Ending Date</u>
*Section 9 of the Federal Reserve Act application by Mid-America Bank of Louisville and Trust Company, Louisville, Kentucky, to establish a branch at 26th and Broadway, Louisville, Kentucky	(Newspaper 12-9-89)

SECTION II - APPLICATIONS SUBJECT TO BOTH

*Section 3(a)(1) application by Sun Financial Corporation, St. Louis, Missouri, to acquire E Corporation, St. Louis, Missouri	(Not available)
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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>
North Shore Bank of Commerce Duluth, MN To establish a <u>de novo</u> branch in the Miller Hill Mall, Duluth, MN	12-7-89

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

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

Section III - Applications Subject
to Federal Register Notice Only

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

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

<u>Application</u>
None.

Federal Reserve Bank of Kansas City

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

ISBC Holding Company, Denver, Colorado, for prior approval to become a bank holding company through the acquisition of 80 percent of the voting shares of Independent State Bank of Colorado.*

Not Available

El Paso Bancshares, Inc., Monument, Colorado, for prior approval to acquire 100 percent of the voting shares of Mid-Continent Corporation, Inc., Mission Hills, Kansas, parent of Commercial Bank of Leadville, Leadville, Colorado.*

Not Available

The Farmers State Bank Corporation of Fort Morgan, Fort Morgan, Colorado, for prior approval to become a bank holding company through the acquisition of 80 percent of the voting shares of The Farmers State Bank, Fort Morgan, Colorado.*

Not Available

Joe N. Basore, Bella Vista, Arkansas, for prior approval to acquire a 49 percent ownership interest of Cedaredge Financial Services, Inc., Cedaredge, Colorado; and Burton O. George, Berryville, Arkansas, for prior approval to acquire a 49 percent ownership interest of Cedaredge Financial Services, Inc., Cedaredge, Colorado.

Not Available

William E. Welch, Chillicothe, Missouri, for approval to retain a 11.95 percent ownership interest in Citizens Bancshares Co., Chillicothe, Missouri.

Not Available

Don R. Boyd, Slater, Missouri, for prior approval to increase his proportionate ownership interest in Slater Bancshares, Inc., Slater, Missouri, by 11.06 percent to 28.39 percent; and Sam W. William, Slater, Missouri, for prior approval to increase his proportionate ownership increase by 10.75 percent to 33.74 percent.

December 1, 1989

Martin T. Hart, Denver, Colorado, and Lawrence E. Hart, Atchison, Kansas, for approval for both, as a group, to retain 17.35 percent ownership interest in Valley Bancshares, Inc., Atchison, Kansas, and for prior approval for both, as a group, to increase by an additional 6.71 percent.

December 1, 1989

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER

NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Brookside Bancshares, Inc., Tulsa, Oklahoma, for prior approval to acquire 100 percent of the voting shares of Brookside Mortgage Corporation, Tulsa, Oklahoma, and thereby indirectly engage de novo in making, acquiring, and/or servicing loans for itself or for others of the type made by a mortgage company.

Not Available

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE

OR NEWSPAPER NOTICE

APPLICATION

Chimney Rock Bancorp., Bayard, Nebraska, for prior approval to redeem 152.5 shares of its own voting common stock.

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF NOVEMBER 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

*Section 3(a)(1) application by
M & F Financial Corp., Wilmington, DE, to acquire
Texas Bank, Brownwood, TX, and Texas Bank,
Weatherford, TX

89/12/06

Change in Control Notice by
Thomas Little Whaley, Marshall, TX, to acquire an
interest in Firstshares of Texas, Inc., Marshall, TX

N/A

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

APPLICATION

NOTICE EXP

Section 4(c)(8) application by
PSB Financial Corporation, Many, LA, to continue to engage
in providing tax planning and preparation services through
H & R Block Franchise, Many, Louisiana

N/A

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 11/17/89

Section I - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

California Center Bank, Los Angeles, California, made application on 11/15/89 to establish a branch in the vicinity of 12th Street and Broadway, Los Angeles, California.

Newspaper: Not Available

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

Wells Fargo & Company, San Francisco, California to merge with Central Pacific Corporation, Bakersfield, California and thereby indirectly acquire American National Bank, Bakersfield, California.

Fed. Reg: 12/08/89

Newspaper: 12/13/89

West One Bancorp, Bellevue, Washington, to acquire 100 percent of Bank of Tacoma, Tacoma, Washington.

Fed. Reg: Not Available

Newspaper: Not Available

Philip R. Akre, M.D., Coronado, California to increase his ownership from 3.55 percent up to 21.98 percent of Crown Bancorp, Coronado, California.

Fed. Reg: 12/05/89

Newspaper: Not Available

Wells Fargo & Company, San Francisco, California to merge with Torrey Pines Group, Solana Beach, California, and thereby indirectly acquire Torrey Pines Bank, Solana Beach, California.

Fed. Reg: 12/14/89

Newspaper: 12/15/89

Alameda Bancorporation, Alameda, California, to acquire 100 percent of Westside Bank, Tracy, California.

Fed. Reg: Not Available

Newspaper: 11/30/89

The Mitsui Bank, Limited, Tokyo, Japan to acquire Taiyo Kobe Bank and Trust Company, New York, New York.

Newspaper: 12/10/89

Fed. Reg: Not yet published.

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

BankAmerica Corporation, San Francisco,
California, and Seafirst Corporation,
Seattle, Washington, to acquire Woodburn
Bancorp, Woodburn, Oregon. *

Fed. Reg: Not Available
(Wire was just sent
11/20/89.)
Newspaper: 11/30/89

David E. Worthen, Bountiful, Utah, to:
1) retroactively increase his ownership
to 25.56 percent; and 2) to increase his
ownership further to 25.81 percent of
Brighton Bancorp, Salt Lake City, Utah.

Fed. Reg: Not Available
Newspaper: Not Available

Section III - Applications Subject to Federal Register Notice Only

The Mitsui Bank, Limited, New York,
New York, to convert the Taiyo Kobe
Bank and Trust Company, Kobe, Japan
from a bank to a nonbank trust company.

Fed. Reg: Not yet
published.

First Interstate Bancorp, Los Angeles,
California, to engage in asset management
and valuation activities through a
yet-to-be named subsidiary.

Fed. Reg: Not yet
published.

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

None

* Subject to CRA.