

of St. Francois County Financial Corp., and its subsidiary, St. Francois County Bank, F.S.B., Farmington, Missouri, and thereby engage in operating a savings association, pursuant to § 225.25(b)(9) of the Board's Regulation Y. Immediately following consummation, St. Francois County Financial Corp. will be merged with and into New Era Bancorporation, Inc. and its subsidiary bank will purchase all the assets and assume all the liabilities of St. Francois County Bank, F.S.B.

Board of Governors of the Federal Reserve System, August 9, 1995.

**William W. Wiles,**

*Secretary of the Board.*

[FR Doc. 95-20182 Filed 8-14-95; 8:45 am]

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### **PNC Bank Corp.; Formation of, Acquisition by, or Merger of Bank Holding Companies; and Acquisition of Nonbanking Company**

The company listed in this notice has applied under § 225.14 of the Board's Regulation Y (12 CFR 225.14) for the Board's approval under section 3 of the Bank Holding Company Act (12 U.S.C. 1842) to become a bank holding company or to acquire voting securities of a bank or bank holding company. The listed company has also applied under § 225.23(a)(2) of Regulation Y (12 CFR 225.23(a)(2)) for the Board's approval under section 4(c)(8) of the Bank Holding Company Act (12 U.S.C. 1843(c)(8)) and § 225.21(a) of Regulation Y (12 CFR 225.21(a)) to acquire or control voting securities or assets of a company engaged in a nonbanking activity that is listed in § 225.25 of Regulation Y as closely related to banking and permissible for bank holding companies, or to engage in such an activity. Unless otherwise noted, these activities will be conducted throughout the United States.

The application is available for immediate inspection at the Federal Reserve Bank indicated. Once the application has been accepted for processing, it will also be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the question whether consummation of the proposal can "reasonably be expected to produce benefits to the public, such as greater convenience, increased competition, or gains in efficiency, that outweigh possible adverse effects, such as undue concentration of resources, decreased or unfair competition, conflicts of interests, or unsound banking practices." Any request for a hearing on this question must be

accompanied by a statement of the reasons a written presentation would not suffice in lieu of a hearing, identifying specifically any questions of fact that are in dispute, summarizing the evidence that would be presented at a hearing, and indicating how the party commenting would be aggrieved by approval of the proposal.

Comments regarding the application must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than September 8, 1995.

**A. Federal Reserve Bank of Cleveland** (John J. Wixted, Jr., Vice President) 1455 East Sixth Street, Cleveland, Ohio 44101:

1. *PNC Bank Corp.*, Pittsburgh, Pennsylvania, and PNC Bancorp, Wilmington, Delaware; to merge with Midlantic Corporation, Edison, New Jersey, and thereby indirectly acquire Midlantic Bank, N.A., Newark, New Jersey.

In connection with this application, Applicant also has applied to acquire Midlantic Securities Corp., Philadelphia, Pennsylvania; and thereby engage in providing securities brokerage services, related securities credit activities, and incidental activities such as offering custodial services, individual retirement accounts, and cash management services. All activities are restricted to buying and selling securities as agent for the account of customers and will not include securities underwriting or dealing or offering investment advice or providing research services, pursuant to § 225.25(b)(15) of the Board's Regulations Y; Lenders Life Insurance Company, Phoenix, Arizona, and Pennsauken, New Jersey, and thereby engage in in underwriting, as reinsurer, credit life and credit disability insurance directly related to extensions of credit by Midlantic Bank, N.A., pursuant to § 225.25(b)(8)(i) of the Board's Regulation Y; Greater Jersey Mortgage Co. Edison, New Jersey, and thereby engage in originating and/or purchasing commercial mortgage loans, pursuant to § 225.25(b)(1) of the Board's Regulation Y; Midlantic Commercial Leasing Corp., Edison, New Jersey, and thereby engage in the business of commercial leasing, pursuant to § 225.25(b)(5) of the Board's Regulation Y.

In connection with this application, PNC Bank Corp., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; have applied to acquire at least 19.90 percent of the voting shares of Midlantic Corporation, Edison, New Jersey, and Midlantic Corporation, Edison, New Jersey, also has applied to acquire at least 19.90

percent of the voting shares of PNC Bank Corp., Pittsburgh, Pennsylvania.

Board of Governors of the Federal Reserve System, August 9, 1995.

**William W. Wiles,**

*Secretary of the Board.*

[FR Doc. 95-20183 Filed 8-14-95; 8:45 am]

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### **James Michael Shaw; Change in Bank Control Notice**

#### **Acquisition of Shares of Banks or Bank Holding Companies**

The notificant listed below has applied under the Change in Bank Control Act (12 U.S.C. 1817(j)) and § 225.41 of the Board's Regulation Y (12 CFR 225.41) to acquire a bank or bank holding company. The factors that are considered in acting on notices are set forth in paragraph 7 of the Act (12 U.S.C. 1817(j)(7)).

The notice is available for immediate inspection at the Federal Reserve Bank indicated. Once the notice has been accepted for processing, it will also be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing to the Reserve Bank indicated for the notice or to the offices of the Board of Governors. Comments must be received not later than August 29, 1995.

**A. Federal Reserve Bank of St. Louis** (Randall C. Sumner, Vice President) 411 Locust Street, St. Louis, Missouri 63166:

1. *James Michael Shaw*, Fort Smith, Arkansas; to acquire an additional 63.07 percent, for a total of 72.17 percent, of the voting shares of Mansfield Bankstock, Inc., Mansfield, Arkansas, and thereby indirectly acquire Bank of Mansfield, Mansfield, Arkansas.

Board of Governors of the Federal Reserve System, August 9, 1995.

**William W. Wiles,**

*Secretary of the Board.*

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### **SNBNY Holdings Limited, et al.; Formations of; Acquisitions by; and Mergers of Bank Holding Companies**

The companies listed in this notice have applied for the Board's approval under section 3 of the Bank Holding Company Act (12 U.S.C. 1842) and § 225.14 of the Board's Regulation Y (12 CFR 225.14) to become a bank holding company or to acquire a bank or bank holding company. The factors that are considered in acting on the applications are set forth in section 3(c) of the Act (12 U.S.C. 1842(c)).

Each application is available for immediate inspection at the Federal Reserve Bank indicated. Once the application has been accepted for processing, it will also be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing to the Reserve Bank or to the offices of the Board of Governors. Any comment on an application that requests a hearing must include a statement of why a written presentation would not suffice in lieu of a hearing, identifying specifically any questions of fact that are in dispute and summarizing the evidence that would be presented at a hearing.

Unless otherwise noted, comments regarding each of these applications must be received not later than September 8, 1995.

**A. Federal Reserve Bank of New York** (William L. Rutledge, Senior Vice President) 33 Liberty Street, New York, New York 10045:

1. *SNBNY Holdings Limited*, Neptune House, Marina Bay, City of Gibraltar; to become a bank holding company by acquiring approximately 8.29 percent of the voting shares of Safra National Bank of New York, New York, New York.

**B. Federal Reserve Bank of Cleveland** (John J. Wixted, Jr., Vice President) 1455 East Sixth Street, Cleveland, Ohio 44101:

1. *First State Bancorp, Inc.*, Winchester, Ohio; to become a bank holding company by acquiring 100 percent of the voting shares of The First State Bank of Adams County, Winchester, Ohio.

2. *Premier Financial Bancorp, Inc.*, Vanceburg, Kentucky; to acquire 100 percent of the voting shares of The Citizens Bank, Sharpsburg, Kentucky.

Board of Governors of the Federal Reserve System, August 9, 1995.

**William W. Wiles,**  
*Secretary of the Board.*

[FR Doc. 95-20185 Filed 8-14-95; 8:45 am]

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## FEDERAL TRADE COMMISSION

[File No. 931-0121]

### Mustad International Group NV and Mustad Connecticut, Inc.; Proposed Consent Agreement With Analysis to Aid Public Comment

**AGENCY:** Federal Trade Commission.

**ACTION:** Proposed consent agreement.

**SUMMARY:** In settlement of alleged violations of federal law prohibiting unfair acts and practices and unfair

methods of competition, this consent agreement, accepted subject to final Commission approval, would require a Bulle, Switzerland-based company and its Bloomfield, Connecticut-based subsidiary to divest assets or technology in its manufacture and sale of roll horseshoe nails.

**DATES:** Comments must be received on or before October 16, 1995.

**ADDRESSES:** Comments should be directed to: FTC/Office of the Secretary, Room 159, 6th St. and Pa. Ave NW., Washington, DC 20580.

**FOR FURTHER INFORMATION CONTACT:** Howard Morse, Bureau of Competition, Federal Trade Commission, S-3627, 6th Street & Pennsylvania Ave. NW., Washington, DC 20580. (202) 326-2949.

**SUPPLEMENTARY INFORMATION:** Pursuant to Section 6(f) of the Federal Trade Commission Act, 38 Stat. 721, 15 U.S.C. 46 and Section 2.34 of the Commission's Rules of Practice (16 CFR 2.34), notice is hereby given that the following consent agreement containing a consent order to cease and desist, having been filed with and accepted, subject to final approval, by the Commission, has been placed on the public record for a period of sixty (60) days. Public comment is invited. Such comments or views will be considered by the Commission and will be available for inspection and copying at its principal office in accordance with Section 4.9(b)(6)(ii) of the Commission's Rules of Practice (16 CFR 4.9(b)(6)(ii)).

#### Agreement Containing Consent Order

The Federal Trade Commission ("Commission") having initiated an investigation of acquisitions by Mustad Connecticut, Inc. ("Mustad Connecticut") and Mustad International Group NV ("Mustad Group") of the horseshoe nail assets of Capewell Manufacturing Company, the assets of Cooper Horseshoe Nail Co., Ltd., a majority interest in Emcoclavos S.A., and the horseshoe nail assets of Sterward Engineering Company, Ltd., and it now appearing that Mustad Connecticut and Mustad Group, hereinafter sometimes referred to as "proposed respondents," are willing to enter into an agreement containing an order to divest certain assets and to cease and desist from making certain acquisitions, and providing for other relief.

It is hereby agreed by and between proposed respondents, by their duly authorized officers and attorney, and counsel for the Commission that:

1. Proposed respondent Mustad Connecticut, a wholly owned subsidiary of Mustad International Group NV, is a

corporation organized, existing and doing business under and by virtue of the laws of the State of Connecticut, with its principal place of business at 1395 Blue Hills Avenue, Bloomfield, Connecticut 06002.

2. Proposed respondent Mustad Group is a corporation organized, existing, and doing business under and by virtue of the laws of the Netherlands Antilles with its principal place of business at St. Pierhalsteeg 5, NL-1012 GL Amsterdam.

3. Proposed respondents admit all the jurisdictional facts set forth in the draft of complaint.

4. Proposed respondents waive:

(a) any further procedural steps;

(b) the requirement that the

Commission's decision contain a statement of findings of fact and conclusions of laws;

(c) all rights to seek judicial review or otherwise to challenge or contest the validity of the order entered pursuant to this agreement; and

(d) any claim under the Equal Access to Justice Act.

5. This agreement shall not become part of the public record of the proceedings unless and until it is accepted by the Commission. If this agreement is accepted by the Commission it, together with the draft of complaint contemplated thereby, will be placed on the public record for a period of sixty (60) days and information in respect thereto publicly released. The Commission thereafter may either withdraw its acceptance of this agreement and so notify the proposed respondents, in which event it will take such action as it may consider appropriate, or issue and serve its complaint (in such form as the circumstances may require) and decision, in disposition of the proceeding.

6. This agreement is for settlement purposes only and does not constitute an admission by proposed respondents that the law has been violated as alleged in the draft of complaint, or that the facts as alleged in the draft complaint, other than jurisdictional facts, are true.

7. This agreement contemplates that, if it is accepted by the Commission, and if such acceptance is not subsequently withdrawn by the Commission pursuant to the provisions of Section 2.34 of the Commission's Rules, the Commission may, without further notice to proposed respondents, (1) issue its complaint corresponding in form and substance with the draft of complaint and its decision containing the following order to divest, license, and cease and desist in disposition of the proceeding, and (2) make information public with respect