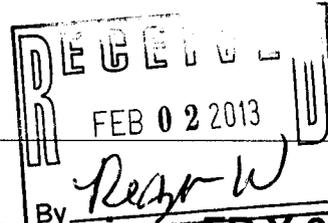


Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6



Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2012

Month / Day / Year

I, G. Frank Etheridge

Reporter's Name, Street, and Mailing Address

Williston Holding Company

Name of the Holding Company Director and Official

Legal Title of Holding Company

CEO

P.O. Box 788

Title of the Holding Company Director and Official

(Mailing Address of the Holding Company) Street / P.O. Box

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Williston FL 32696
City State Zip Code

342 E Noble Ave

Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

Todd Battle SVP/CFO

Name Title

352-528-3101

Area Code / Phone Number / Extension

352-529-4606

Area Code / FAX Number

tbattle@perkinsstatebank.com

E-mail Address

Signature of Holding Company Director and Official

01/29/2013

Date of Signature

Address (URL) for the Holding Company's web page

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID **1085947**
C.I. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Revised

Form FR Y-6

Williston Holding Company
Williston, FL
Fiscal Year Ending December 31, 2012

Report Item

1: An annual report is not prepared.

2a: Organization Chart

Williston Holding Company
Williston, FL
Florida Corporation
10,000 authorized shares, 4,790 outstanding
Owns 1,000 shares (100%) of Nature Coast Insurance
Owns 2,420 shares (100%) of The Perkins State Bank

Nature Coast Insurance
Chiefland, FL
Florida Corporation
1,000 authorized shares, 1,000 outstanding

The Perkins State Bank
Williston, FL
Florida Corporation
2,500 authorized shares, 2,420 outstanding
Owns 1,000 shares (100%) of Nature Coast Financial Services, Inc.

Nature Coast Financial Services, Inc.
Williston, FL
Florida Corporation
1,000 authorized shares, 1,000 outstanding

2b: Submitted via email on 1/29/13.

3: Shareholders

(1)(a)		(1)(b)	(1)(c)
Dan E. Whitehurst Exempt Family Trust (1)	Williston, FL	USA	481.5 10% common stock
Dan E. Whitehurst Non-Exempt Marital Trust (2)	Williston, FL	USA	352.8 7% common stock
Dan E. Whitehurst Irrevocable Family Trust (3)	Williston, FL	USA	487 10% common stock
V. E. Whitehurst, III	Williston, FL	USA	607.5 13% common stock
Betty W. Arnold	Williston, FL	USA	607.5 13% common stock
Nancy W. Etheridge	Williston, FL	USA	632.5 13% common stock
Margaret W. Hubbard	Williston, FL	USA	607.5 13% common stock
(2)(a)		(2)(b)	(2)(c)
None			

1. Suzanne W. Arendall, Trustee
2. Suzanne W. Arendall, Trustee
3. Dan E. Whitehurst, Jr., James M. Whitehurst, and Suzanne W. Arendall, Trustees

Results: A list of branches for your depository institution: PERKINS STATE BANK, THE (ID_RSSD: 107431).
 This depository institution is held by WILLISTON HOLDING COMPANY (1085947) of WILLISTON, FL.
 The data are as of 12/31/2012. Data reflects information that was received and processed through 01/06/2013.

Reconciliation and Verification Steps

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the Effective Date column.

Actions

OK: If the branch information is correct, enter 'OK' in the Data Action column.
 Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
 Close: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.
 Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
 Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	107431	PERKINS STATE BANK, THE	342 E NOBLE AVE	WILLISTON	FL	32696	LEVY	UNITED STATES	102	0	PERKINS STATE BANK, THE	107431	
OK		Full Service	3696002	ARCHER BRANCH	16449 SW ARCHER ROAD	ARCHER	FL	32618	ALACHUA	UNITED STATES	360863	6	PERKINS STATE BANK, THE	107431	
OK		Full Service	3695993	BRONSON BRANCH	331 EAST HATHAWAY AVENUE	BRONSON	FL	32621	LEVY	UNITED STATES	181179	5	PERKINS STATE BANK, THE	107431	
OK		Full Service	1156557	CHIEFLAND BRANCH	1604 NORTH YOUNG BOULEVARD	CHIEFLAND	FL	32626	LEVY	UNITED STATES	181176	2	PERKINS STATE BANK, THE	107431	
OK		Full Service	1396595	INGLIS OFFICE	345 HIGHWAY 40 WEST	INGLIS	FL	34449	LEVY	UNITED STATES	181178	4	PERKINS STATE BANK, THE	107431	
OK		Limited Service	3695984	WILLISTON DRIVE-THRU	120 SW 7TH STREET	WILLISTON	FL	32696	LEVY	UNITED STATES	181177	3	PERKINS STATE BANK, THE	107431	

**Form FR Y-6
December 31, 2012**

revised

4: Directors and Officers

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
G. Frank Etheridge Williston, FL	Bank President	Chairman	Chairman/Pres. (Perkins State Bank) CEO/Director (Nature Coast Ins.) Director (Nature Coast Fin. Svcs.)	N/A	1%	None	None
Michael Todd Etheridge Williston, FL	Bank EVP	Director	EVP/Director (Perkins State Bank) Director (Nature Coast Ins.) (Nature Coast Fin. Svcs.)	N/A	1%	None	None
V. E. Whitehurst, III Williston, FL	Cattle company Vice-President	President Director	Director (Perkins State Bank) (Nature Coast Ins.) (Nature Coast Fin. Svcs.)	Vice-President (Whitehurst Cattle Co.)	13%	None	None
Dan E. Whitehurst Exempt Family Trust (1) Williston, FL	N/A	N/A	N/A	N/A	10%	None	None
Dan E. Whitehurst Irrevocable Family Trust (3) Williston, FL	N/A	N/A	N/A	N/A	10%	None	None
G. Michael Doerr Gainesville, FL	Oil Distributor	Director	Director (Perkins State Bank) (Nature Coast Ins.) (Nature Coast Fin. Svcs.)	Owner (Tri-County Oil Distributors)	1%	None	100.00% (Tri-County Oil Distributors)
Betty W. Arnold Williston, FL	N/A	Director	Director (Perkins State Bank) (Nature Coast Ins.) (Nature Coast Fin. Svcs.)	N/A	13%	None	None
Nancy W. Etheridge Williston, FL	N/A	N/A	N/A	N/A	13%	None	None
Margaret W. Hubbard Williston, FL	N/A	N/A	N/A	N/A	13%	None	None
Arthur M. Sandlin Williston, FL	Farm President	Director	Director (Perkins State Bank) (Nature Coast Ins.) (Nature Coast Fin. Svcs.)	President (Sandlin Farms)	2%	None	50.00% (Sandlin Farms)
Reese Rowland Chiefland, FL	Ins. Co. President	Director	President/Director (Nature Coast Ins.) Director (Perkins State Bank) (Nature Coast Fin. Svcs.)	N/A	1%	None	None

1. Suzanne W. Arendall, Trustee
2. Suzanne W. Arendall, Trustee
3. Dan E. Whitehurst, Jr., James M. Whitehurst, and Suzanne W. Arendall, Trustees