

Board of Governors of the Federal Reserve System



# Annual Report of Bank 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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):

**December 31, 2011**

Month / Day / Year

I, **Donald A. Adam**

Reporter's Name, Street, and Mailing Address

**Adam Bank Group, Inc.**

Name of the Bank Holding Company Director and Official

Legal Title of Bank Holding Company

**Chairman and Chief Executive Officer**

**4830 West Kennedy Blvd.; Suite 200**

Title of the Bank Holding Company Director and Official

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

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

**Tampa**

**FL**

**33609**

City

State

Zip Code

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:

**Donald A. Adam**

**Chairman/CEO**

Name

Title

**813-282-8888**

Area Code / Phone Number / Extension

**813-282-3935**

Area Code / FAX Number

**dadam@amomentumbank.com**

E-mail Address

**http://www.americanmomentumbank.com/index.htm**

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

Signature of Bank Holding Company Director and Official

Date of Signature

**3-19-2012**

For bank 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  
C.I.

**3447567**

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

## For Use By Tiered Bank Holding Companies

Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

### American Momentum Bank

Legal Title of Subsidiary Bank Holding Company

4830 West Kennedy Blvd., Ste 200

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

Tampa FL 33609  
City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

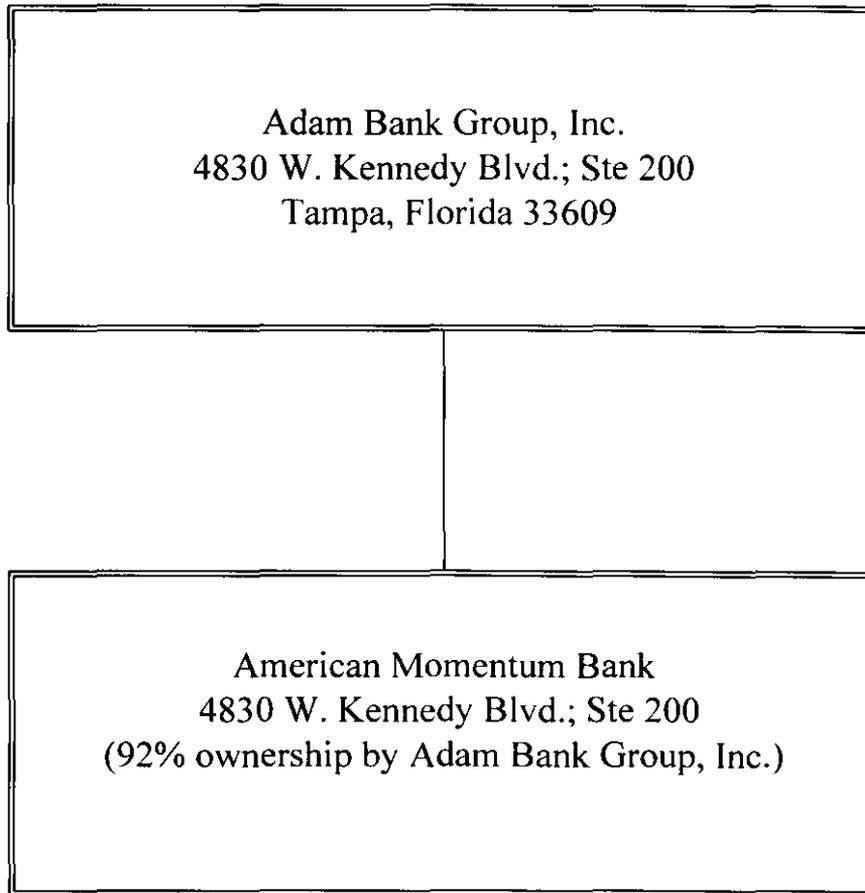
Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

**ADAM BANK GROUP, INC.**  
**REPORT ITEM 2A - ORGANIZATION CHART**  
**As of December 31, 2011**



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
OK		Full Service (Head Office)	3447576	AMERICAN MOMENTUM BANK	4830 WEST KENNEDY BOULEVARD	TAMPA	FL	33609	HILLSBOROUGH	UNITED STATES	445958	0	AMERICAN MOMENTUM BANK
OK		Full Service	4302485	APOLLO BEACH BRANCH	5998 U.S. HIGHWAY 41 NORTH, SUITE A	APOLLO BEACH	FL	33572	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Full Service	3695881	SAN MARCO BRANCH OFFICE	9121 TOWN CENTER PARKWAY	BRADENTON	FL	34202	MANATEE	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Full Service	4224318	HARBOR OAKS BRANCH	1001 SOUTH FORT HARRISON AVENUE	CLEARWATER	FL	33756	PINELLAS	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Full Service	3695836	NAPLES 5TH AVENUE BRANCH OFFICE	301 5TH AVENUE SOUTH	NAPLES	FL	34102	COLLIER	UNITED STATES	468944	5	AMERICAN MOMENTUM BANK
OK		Full Service	4224309	PELICAN BAY BRANCH	8625 TAMIAMI TRAIL NORTH	NAPLES	FL	31108	COLLIER	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Full Service	3695920	LAKE EOLA BRANCH OFFICE	301 EAST PINE STREET, SUITE 125	ORLANDO	FL	32801	ORANGE	UNITED STATES	468943	4	AMERICAN MOMENTUM BANK
OK		Full Service	3607286	BAYWALK BRANCH OFFICE	101 1ST STREET	SAINT PETERSBURG	FL	33701	PINELLAS	UNITED STATES	458367	2	AMERICAN MOMENTUM BANK
OK		Full Service	3695845	CLARK ROAD BRANCH OFFICE	5221 CLARK ROAD	SARASOTA	FL	34233	SARASOTA	UNITED STATES	470766	7	AMERICAN MOMENTUM BANK
OK		Full Service	3310401	FRUITVILLE BRANCH	5851 FRUITVILLE ROAD	SARASOTA	FL	34232	SARASOTA	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Limited Service	3831175	KOBERNICK BRANCH	1951 NORTH HONORE AVENUE	SARASOTA	FL	34235	SARASOTA	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Full Service	3185542	MCINTOSH BRANCH	3939 MCINTOSH ROAD	SARASOTA	FL	34233	SARASOTA	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
CLOSE	12/12/2011	Full Service	3387618	SOUTH TRAIL BRANCH	8444 SOUTH TAMIAMI TRAIL	SARASOTA	FL	34238	SARASOTA	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Full Service	4302494	SOUTH WASHINGTON OFFICE	544 SOUTH WASHINGTON BOULEVARD	SARASOTA	FL	34236	SARASOTA	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Limited Service	3257140	SUNNYSIDE BRANCH	5201 BAHIA VISTA STREET	SARASOTA	FL	34232	SARASOTA	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Full Service	3906877	CENTRAL AVENUE BRANCH	5858 CENTRAL AVENUE	ST. PETERSBURG	FL	33707	PINELLAS	UNITED STATES	492741	10	AMERICAN MOMENTUM BANK
OK		Full Service	4300593	SUN CITY CENTER BRANCH	131 SOUTH PEBBLE BEACH BOULEVARD	SUN CITY CENTER	FL	33573	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	AMERICAN MOMENTUM BANK
OK		Full Service	3557318	HENDERSON BRANCH OFFICE	3708 HENDERSON BOULEVARD	TAMPA	FL	33609	HILLSBOROUGH	UNITED STATES	458335	1	AMERICAN MOMENTUM BANK
OK		Full Service	3607295	LAKE MAGDALENE BRANCH OFFICE	15150 NORTH FLORIDA AVENUE	TAMPA	FL	33613	HILLSBOROUGH	UNITED STATES	460077	3	AMERICAN MOMENTUM BANK
OK		Full Service	3828278	WINTER GARDEN BRANCH	3155 DANIELS ROAD	WINTER GARDEN	FL	34787	ORANGE	UNITED STATES	491991	9	AMERICAN MOMENTUM BANK
OK		Full Service	3874891	BRYAN/COLLEGE STATION BRANCH	ONE MOMENTUM BLVD	BRYAN	TX	77845	BRAZOS	UNITED STATES	15224	8	AMERICAN MOMENTUM BANK

Form FR Y-6  
Adam Bank Group, Inc.  
Fiscal Year Ending December 31, 2011

Report Item 3: Securities  
holders  
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-11		
(1)(a) Name City, State, Country	(1)(b) Country of citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
✓ Donald A. Adam Bryan, TX USA	USA	14,394,756 - 100% of common stock

Securities holders not listed in 3(1)(a) through 3(1)c with 5% or more ownership		
(2)(a) Name City, State, Country	(2)(b) Country of citizenship or Incorporation	(2) c Number and Percentage of Each Class of Voting Securities
None		

**Adam Bank Group, Inc.**  
**FR Y-6**  
**December 31, 2011**

**Public Volume – Report Item 4**

Form FR Y-6  
Adam Bank Group, Inc.  
Fiscal Year Ending December 31, 2011

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
✓ Donald A. Adam, Bryan, Texas, USA	Director, Chairman & Chief Executive Officer – The Adam Corporation/Group (diversified holding company)	Sole Shareholder, Director, Chairman & Chief Executive Officer	Director, Chairman & Chief Executive Officer (American Momentum Bank)	See Schedule 1	100%	91.72% (American Momentum Bank) <sup>1</sup>	See Schedule 1
✓ James L. Wolfe, Bryan, Texas, USA	Director, President, Chief Financial Officer, Chief Operating Officer – The Adam Corporation/Group (diversified holding company)	Director, President, Treasurer, Secretary	Director (American Momentum Bank)	See Schedule 2	None	0.99% (American Momentum Bank)	None

<sup>1</sup> Shares held by Adam Bank Group, Inc.

**Adam Bank Group, Inc.**  
**FR Y-6**  
**December 31, 2011**

**Confidential Volume – Report Item 4**