

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. § 3108(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

KENNETH E HUGHES

Name of the Bank Holding Company Director and Official
PRESIDENT AND CEO

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
ALAPAHA HOLDING COMPANY

Legal Title of Bank Holding Company

201 W MARION AVE

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

NASHVILLE GA 31639

City State Zip Code

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.

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:

KENNETH E HUGHES PRESIDENT & CEO

Name Title

225-685-7491

Area Code / Phone Number / Extension

225-686-7161

Area Code / FAX Number

khughes@bankofalabama.com

E-mail Address

Signature of Bank Holding Company Director and Official

01/23/2012

Date of Signature

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.

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

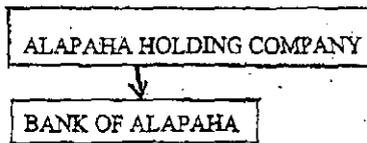
Does the reporter request confidential treatment for any portion of this submission?

- 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

FRY-6

REPORT ITEM 1- PLEASE SEE ATTACHED

REPORT ITEM 2- ORGANIZATION CHART



ADDRESS FOR BOTH ENTITIES: 245 NE RAILROAD ST.
ALAPAHA, GA. 31622

100% OF BANK OF ALAPAHA IS OWNED BY ALAPAHA HOLDING COMPANY
REPORT ITEM 2 (B) DOMESTIC BRANCH LISTING

BANK OF ALAPAHA
OPENED IN MARCH OF 1905
245 NE RAILROAD STREET
ALAPAHA, BERRIEN COUNTY, GEORGIA, UNITED STATES, 31622, FULL
SERVICE BRANCH

BANK OF ALAPAHA-ENIGMA BRANCH
OPENED IN 1973
615 MAIN STREET
ENIGMA, BERRIEN COUNTY, GEORGIA, UNITED STATES, 31749 FULL
SERVICE BRANCH

BANK OF ALAPAHA-NASHVILLE BRANCH
OPENED IN 1976
201 WEST MARION AVENUE
NASHVILLE, BERRIEN COUNTY, GEORGIA, UNITED STATES, 31639, FULL
SERVICE BRANCH

COOK COMMUNITY BANK - A DIVISION OF BANK OF ALAPAHA
OPENED IN MARCH OF 2002
204 EAST FOURTH STREET
ADEL, COOK COUNTY, GEORGIA, UNITED STATES, 31620
FULL SERVICE BRANCH

REPORT ITEM 3.1
MARGUERITE J. GASKINS TRUST 5.89% OWNERSHIP
ALAPAHA, GEORGIA
2200 SHARES
UNITED STATES OF AMERICA

REPORT ITEM 3.2
A-NONE
B-NONE
C-NONE

FRY-6, REPORT ITEM #4

#1 NAME AND ADDRESS	#2 PRINCIPAL OCCUPATION IF OTHER THAN BANK HOLDING COMPANY	#3A TITLE & POSITION POSITION HOLDING COMPANY	#3B TITLE & POSITION POSITION WITH SUBS	#3C TITLE & POSITION OTHER BUSINESSES	#4A PERCENTAGE OF VOTING SHARES IN B/I/C	#4B PERCENTAGE OF VOTING SHARES IN SUB.	#4C LIST NAME OF OTHER COMPANIES IF 25% OF VOTING SECURITIES ARE HELD	% OWNERSHIP
RICKEY S CARTER NASHVILLE, GA	NEW HOLLAND TRACTOR DEALER	DIRECTOR	DIRECTOR BANK OF ALAPAHA	N/A	LESS THAN 1%	NONE	NASHVILLE TRACTOR COMPANY	100
LUTHER DUKE III ADEL, GA	ICE MANUFACTURER	DIRECTOR	DIRECTOR BANK OF ALAPAHA	PRESIDENT ADEL ICE, INC	LESS THAN 2%	NONE	ADEL ICE, INC.	100
JAMES R GASKINS ALAPAHA, GA	TIMBER	DIRECTOR	DIRECTOR BANK OF ALAPAHA	DIRECTOR MOORE LUMBER CO	LESS THAN 1%	NONE	N/A	
CECIL WHILL NASHVILLE, GA	N/A	DIRECTOR	DIRECTOR CHAIRMAN BANK OF ALAPAHA	N/A	LESS THAN 1%	NONE	N/A	
KENNETH E HUGHES NASHVILLE, GA	N/A	PRESIDENT	PRES. & CEO BANK OF ALAPAHA	N/A	LESS THAN 1%	NONE	N/A	
TOMMY LEE NASHVILLE, GA	LEE'S FARM SUPPLY FARMER	DIRECTOR	DIRECTOR BANK OF ALAPAHA	PRESIDENT LEE'S FARM SUPPLY	0.00%	NONE	LEE'S FARM SUPPLY	100
STEVE MCMILLAN ENIGMA, GA	FARMER	DIRECTOR	DIRECTOR BANK OF ALAPAHA	CEO - BERRIEN PEANUT CO CEO- SOUTHERN GRACE FARMS	LESS THAN 1%	NONE	BERRIEN PEANUT CO SOUTHERN GRACE FARMS	50 50

6/10

C DANE PERKINS
NASHVILLE, GA

JUDGE

DIRECTOR

DIRECTOR
BANK OF
ALAPAH

CEO-TROUTDALE
CEO-PERKINS
WAREHOUSE, INC

LESS THAN 1% NONE

TROUTDALE CORP
PERKINS
WAREHOUSE INC

100
100

CG-18-12110100AM

BANK OF ALAPAHA
ORGANIZATIONAL CHART EFFECTIVE FEBRUARY 2012

CECIL W. HILL –CHAIRMAN OF THE BOARD

KENNETH E. HUGHES – VICE CHAIRMAN, PRESIDENT AND CHIEF
EXECUTIVE OFFICER

OPERATIONS/DATA PROCESSING

BELINDA HORTEN –OPERATIONS OFFICER
KATHY GRIFFIN – BOOKKEEPING SUPERVISOR
MELISSA KNIGHT – BOOKKEEPER
MELISSA HANSON – PROOF OPERATOR

ALAPAHA OFFICE

SYLVIA L ROBERTS – VICE PRESIDENT AND CORPORATE SECRETARY-
BRANCH MANAGER ALAPAHA
SHARON SUMNER – LOAN OFFICER
BARBARA ROWE – HEAD TELLER AND ASSISTANT BANKING OFFICER
SHEILA PURVIS – CSR AND TELLER AND ASSISTANT BANKING OFFICER
RHONDA KEEFFE – TELLER
PATRICIA WHITE –LOAN DEPARTMENT
SUSAN STEVERSON- TELLER

ENIGMA OFFICE

MELINDA GRINER –LOAN OFFICER AND BRANCH MANAGER
CANDY NICHOLS- TELLER
BARBARA BARNES – PART TIME TELLER

NASHVILLE OFFICE

KENNETH E. HUGHES – PRESIDENT AND CHIEF EXECUTIVE OFFICER
ELLEN BROGDON – VICE PRESIDENT/ COMPLIANCE OFFICER AND AUDITOR
ANGELA MCMILLAN –VICE PRESIDENT, BRANCH MANAGER-NASHVILLE
AND LOAN OFFICER
BELINDA HOLBROOK – ASSISTANT VICE PRESIDENT AND CSR
SUSAN LEE – LOAN DEPARTMENT
DALE HARPER – ASSISTANT VICE PRESIDENT AND LOAN OFFICER
WYLENE HARPER – HEAD TELLER
LINDA KAY CURRY – TELLER
JESSICA HARRIS –TELLER AND PART TIME LOAN DEPARTMENT
ASHLEY SCHELLER - TELLER
ROGER CONNELL – PART TIME EVALUATOR

COOK COMMUNITY BANK – A DIVISION OF BANK OF ALAPAHA

SUSAN GRIFFIN – ASSISTANT VICE PRESIDENT

SANDRA GREEN – CSR

FRANCE ROWE – ASSISTANT BANKING OFFICER AND LOAN OFFICER

JULIE HISAW – ASSISTANT BANKING OFFICER AND LOAN OFFICER

PETE MOORE – HEAD TELLER

JANET MYERS – TELLER

MELANIE WILKERSON –PART TIME LOAN DEPARTMENT

CHRISTY SCHRAMM – TELLER AND PART TIME LOAN DEPARTMENT

BRENDA SMITH – PART TIME LOAN DEPARTMENT