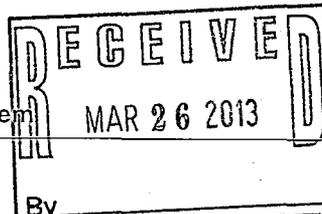


Board of Governors of the Federal Reserve System



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, **James H. McKillop III**

Reporter's Name, Street, and Mailing Address

Bankers' Bancorporation of Florida, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

CEO / President

615 Crescent Executive Court, Suite 400

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.

Lake Mary

FL

32746-2123

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:

Mark Bollinger

VP / Controller

Name

Title

407-541-1691

Area Code / Phone Number / Extension

407-541-1699

Area Code / FAX Number

mark.bollinger@ibbfla.com

E-mail Address

Signature of Holding Company Director and Official

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

Date of Signature

3/21/13

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

141 7276

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

Form FR Y-6
Bankers' Bancorporation of Florida, Inc.
Fiscal Year Ending December 31, 2012

Tiered Entity Information

Beach Community Bancshares is Tiered under Independent Bankers Bank of Florida

Bankers' Bancorporation of Florida, Inc.
Lake Mary, Florida
Fiscal Year Ending December 31, 2012

Report Item

1a.: The BHC is not required to file form 10k with the SEC

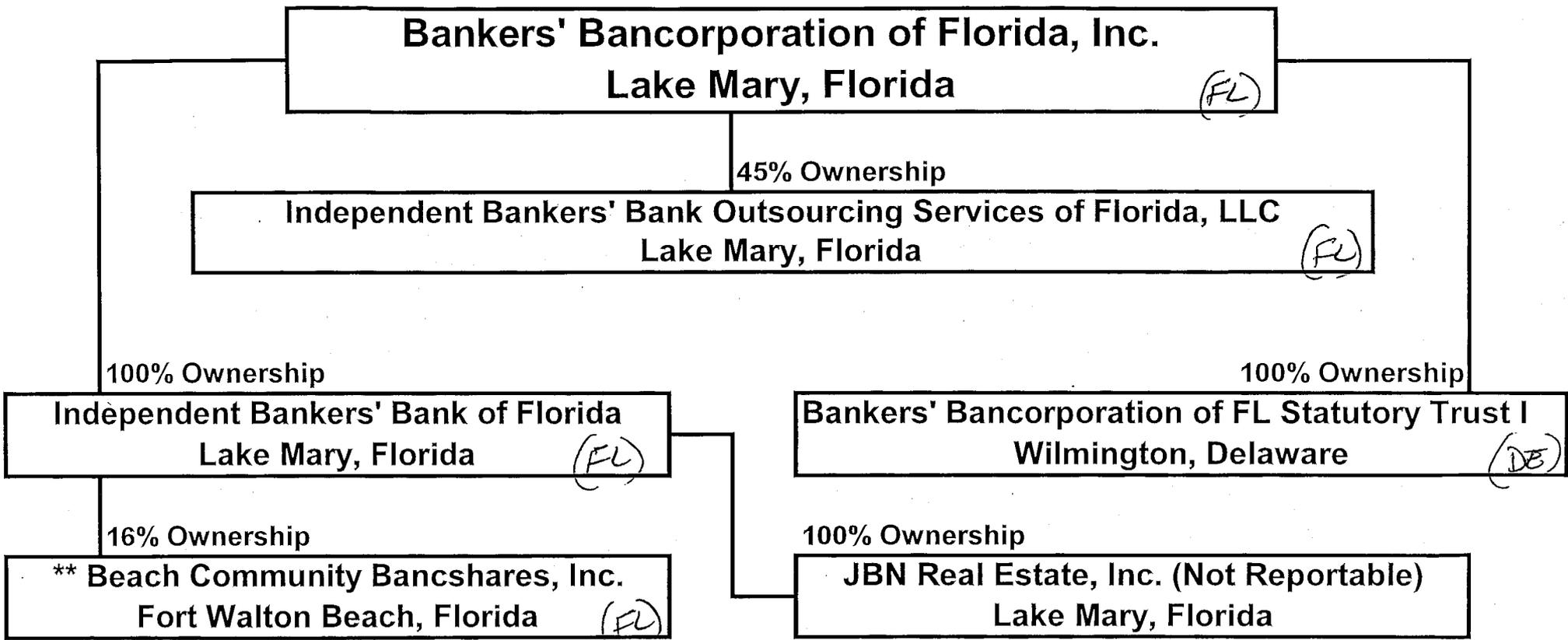
2: see Organizational Chart

3: see Report

4: see Director and Officer List

REVISED

Bankers' Bancorporation of Florida, Inc.
Fiscal Year Ending December 31, 2012



Report Item 2A Domestic Branch Listing

Main Branch Only, Located at 615 Crescent Executive Court, Suite 400 Lake Mary, FL 32746

** Acquisition of ongoing concern, due to debts previously contracted

(State of Incorporation)

Form FR Y-6
Bankers' Bancorporation of Florida, Inc.
Fiscal Year Ending December 31, 2012

Report Item # 3: Shareholders

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2011			Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2011		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting
N/A			N/A		

Form FR Y-6
Bankers' Bancorporation of Florida, Inc.
Fiscal Year Ending December 31, 2012

Report Item 4: Insiders

Director/Officer Name	Address	Principal Occupation	Title & Position at Bank Holding Company	Title & Position at Independent Bankers' Bank of Florida	Title & Position with Other Businesses	Shares Owned	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)
	(1)	(2)	(3a)	(3b)	(3c)	(4a) (4b)	(4c)
Gregory W. Bryant	Tampa, FL	President & CEO Bay Cities Bank	Director	Director	N/A	N/A	N/A
F. Wilson Carraway, III	Monticello, FL	Vice Chairman Farmers and Merchants Bank	Director	Director	N/A	N/A	N/A
Julian E. Fant, III	Jacksonville, FL	President and CEO First Guaranty Bank and Trust Co. of Jacksonville	Director	Director	N/A	N/A	N/A
Bruce Keir	Weston, FL	President & CEO Community Bank of Broward	Director	Director	N/A	N/A	N/A
John M. Reich	Alexandria, VA	Retired, FDIC	Director Vice Chairman	Director Vice Chairman	N/A	N/A	N/A
Kennard L. Page	Fleming Island, FL	Retired	Director	Director	N/A	N/A	
Charles Murphy	Sarasota, FL	President & CEO The Bank of Commerce	Director	Bank Director	N/A	N/A	N/A
James H. McKillop III	Lake Mary, FL	President & CEO, Director	President & CEO Director	President & CEO Director	Director, Select Source	N/A	N/A
John E. Tranter	Stuart, FL	President and CEO Gulfstream Business Bank	Director Chairman	Director Chairman	N/A	N/A	N/A
Thomas H. Dargan	Ormond Beach, FL	Chairman and CEO Floridian Bank	Director	Director	N/A	N/A	N/A
A. Anthony Hughes	Fort Walton, FL	President and CEO Beach Community Bank	Director	Director	N/A	N/A	N/A
Diane Blangsted	Lake Mary, FL	SVP, Independent Bankers' Bank of Florida	Secretary	S.V.P. Secretary	N/A	N/A	N/A
Beach Community Bancshares Director Information							
Mr Charles W Clary III	Destin, FL	DAG Architects, Destin FL	Principal, Beach Community Bancshares		N/A	9.50%	N/A