



# Annual Report of Holding Companies—FR Y-6



FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2015  
Page 1 of 2

## 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, 2013**

Month / Day / Year

I, **Vincent Tese**

Reporter's Name, Street, and Mailing Address

**Bond Street Management, LLC**

Name of the Holding Company Director and Official

Legal Title of Holding Company

**Executive Chairman**

**2500 Weston Road, Suite 300**

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.

**Weston**

**FL**

**33331**

City

State

Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

**Robert Lubin**

**Chief Risk Officer**

Name

Title

**954-984-3309**

Area Code / Phone Number / Extension

Area Code / FAX Number

**RLubin@FCB1923.com**

E-mail Address

**www.bondstreetholdings.com**

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

Signature of Holding Company Director and Official

**03/27/2014**

Date of Signature

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 **3148420**  
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:  
**Items #3 and #4 of the Report**

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 Holding Companies

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

Bond Street Investors LLC

Legal Title of Subsidiary Holding Company

2500 Weston Road, Suite 300

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

Weston FL 33331

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Bond Street Holdings, Inc.

Legal Title of Subsidiary Holding Company

2500 Weston Road, Suite 300

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Weston FL 33331

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**Form FR Y-6**

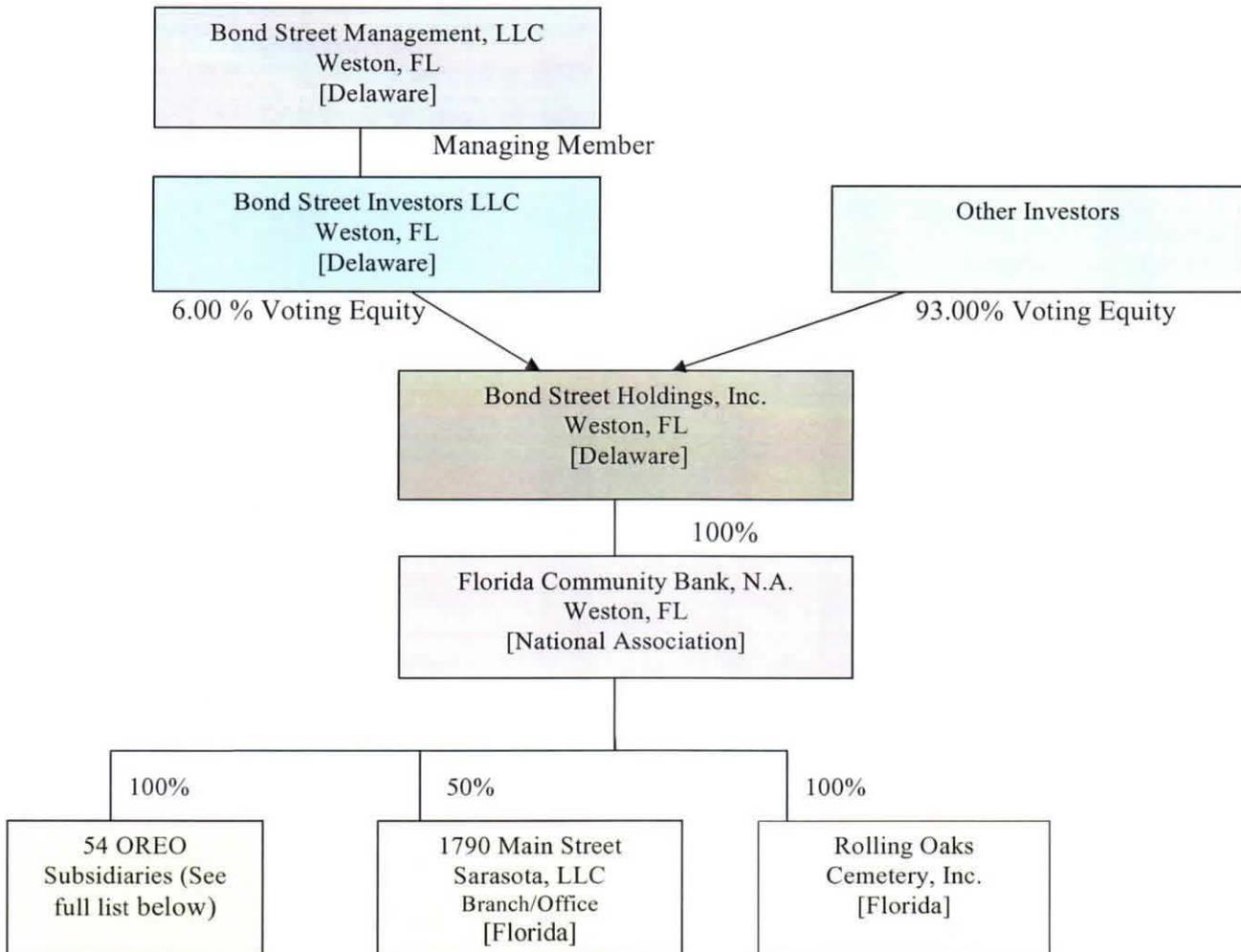
**Bond Street Management, LLC (Top-tier bank holding company)  
Weston, Florida  
Fiscal Year Ending December 31, 2013**

**PUBLIC FILE**

**Report Item**

1: Bond Street Holdings, Inc. prepared a year-end annual report for its shareholders which included an investor presentation and financial overview as of year-end 2013. The shareholder package is included as Attachment 1 to the FR Y-6 Public File.

2a: Organizational Chart



\*\*Actual % of Voting Equity of Bond Street Investors LLC and Other Investors are 6.32% and 93.68%.

List of special purpose entities wholly owned by Florida Community Bank, N.A. as of 3/1/2014:

<b>NAME OF ENTITY</b>	<b>STATE OF INCORPORATION</b>
BFG Real Estate Holdings, Inc.	FL
BFG Land Holdings, Inc.	FL
Serenity Bay, Inc.	FL
GFB Courthouse Commons, Inc.	FL
Bryan Road II, Inc.	FL
Treasure Coast Holdings, Inc.	FL
FCB Central Holdings LLC	DE
FCB Commercial Land Holdings LLC	DE
FCB Corkscrew Road LLC	DE
FCB DBS Holdings LLC	DE
FCB Hotel LLC	DE
FCB FP Commercial Holdings LLC	DE
FCB FP Residential Holdings LLC	DE
FCB FP Land Holdings LLC	DE
FCB Fort Pierce Marina LLC	DE
FCB Keys Country LLC	DE
FCB Franklin Arms LLC	DE
FCB Lake Holdings LLC	DE
FCB Lucky Lanes LLC	DE
FCB Palm Beach Holdings, LLC	DE
FCB Participated Holdings LLC	DE
FCB REO Assets LLC	DE
FCB REO Holdings LLC	DE
FCB REO Commercial LLC	DE
FCB REO Properties LLC	DE
FCB Restaurant Holdings LLC	DE
FCB SW Holdings LLC	DE
FCB Tampa Bay Holdings LLC	DE
FCB Tampa Office Holdings LLC	DE
FCB Treasure Coast LLC	DE
FCB Truss Plant LLC	DE
HLP Commercial Holdings LLC	DE
PAB 1 <sup>st</sup> Petroleum Holdings LLC	DE
PAB Cape Coral Holdings LLC	DE
PAB Commercial Holdings LLC	DE
PAB Keys Holdings LLC	DE
PAB Landings LLC	DE
PAB Legendary Holdings LLC	DE
PAB Realty LLC	DE
PAB Regatta Bay Holdings LLC	DE
PAB Residential Holdings LLC	DE
PAB Shell Rock Holdings LLC	DE
Peninsula Property Holdings, Inc.	FL
Peninsula Property Holdings, LLC	DE

**NAME OF ENTITY****STATE OF INCORPORATION**

Peninsula Property Holdings II, LLC	DE
Peninsula Property Holdings III, LLC	DE
Peninsula Property Holdings IV, LLC	DE
Peninsula Property Holdings V, LLC	DE
Peninsula Property Holdings VI, LLC	DE
Peninsula Property Holdings VII, LLC	DE
Peninsula Property Holdings IX, LLC	DE
Peninsula Property Holdings X, LLC	DE
Peninsula Property Holdings XI, LLC	DE

**Report****Item:**

**2b:** Schedule of Bank branches was filed electronically on 2/18/2014

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RECEIVED

FEB 18 2014

Results: A list of branches for your depository institution: FLORIDA COMMUNITY BANK, NATIONAL ASSOCIATION (ID\_RSSD: 4041421).  
 This depository institution is held by BOND STREET INVESTORS LLC (3944619) of FORT LAUDERDALE, FL.  
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

Top Holder: 3748420

**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
Change	2/12/2014	Full Service (Head Office)	4041421	FLORIDA COMMUNITY BANK, NATIONAL ASSOCIATION	2500 WESTON ROAD, WESTON CORPORATE CENTER I	WESTON	FL	33331	BROWARD	UNITED STATES	491121	0	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	3763333	APOKA BRANCH	130 S PARK AVENUE	APOKA	FL	32703	ORANGE	UNITED STATES	476597	41	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	4150154	WEST BOCA BRANCH	11431 WEST PALMETTO PARK ROAD	BOCA RATON	FL	33428	PALM BEACH	UNITED STATES	489871	27	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	4184122	BONITA BEACH ROAD BRANCH	3360 BONITA BEACH ROAD	BONITA SPRINGS	FL	34134	LEE	UNITED STATES	512925	29	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	4150172	WEST BOYNTON BRANCH	7593 BOYNTON BEACH BOULEVARD, SUITE 120	BOYNTON BEACH	FL	33437	PALM BEACH	UNITED STATES	466958	26	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	4268518	BROOKSVILLE BRANCH	1000 SOUTH BROAD STREET	BROOKSVILLE	FL	34601	HERNANDO	UNITED STATES	418718	42	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	3722732	NORTH CAPE CORAL BRANCH	205 DEL PRADO BOULEVARD	CAPE CORAL	FL	33990	LEE	UNITED STATES	442372	14	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	3722714	SOUTH CAPE CORAL BRANCH	4106 DEL PRADO BOULEVARD SOUTH	CAPE CORAL	FL	33904	LEE	UNITED STATES	365553	12	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	4270351	COCOA BEACH BRANCH	1701 NORTH ATLANTIC AVENUE	COCOA BEACH	FL	32931	BREVARD	UNITED STATES	61961	44	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	4150190	DELRAY BEACH BRANCH	4920 WEST ATLANTIC AVENUE	DELRAY BEACH	FL	33445	PALM BEACH	UNITED STATES	363099	23	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	4150396	ENGLEWOOD BRANCH	3100 SOUTH MCCALL ROAD	ENGLEWOOD	FL	34224	CHARLOTTE	UNITED STATES	35262	16	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	3722705	FORT MYERS BRANCH	7900 SUMMERLIN LAKES DRIVE	FORT MYERS	FL	33907	LEE	UNITED STATES	361343	10	FLORIDA COMMUNI ASSOCIATION
OK		Full Service	3742262	FORT PIERCE BRANCH	2500 VIRGINIA AVENUE	FORT PIERCE	FL	34981	ST. LUCIE	UNITED STATES	429729	51	FLORIDA COMMUNI ASSOCIATION

OK

OK	Full Service	3220603	HEATHROW OFFICE	1511 INTERNATIONAL PARKWAY	HEATHROW	FL	32746	SEMINOLE	UNITED STATES	423334	39	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4039473	HIALEAH GARDENS BRANCH	8404 NORTHWEST 103RD STREET	HIALEAH	FL	33016	MIAMI-DADE	UNITED STATES	446265	3	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	3641226	HOLLY HILL OFFICE	1812 RIDGEWOOD AVENUE	HOLLY HILL	FL	32117	VOLUSIA	UNITED STATES	441441	33	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4046396	IMMOKALEE BRANCH	1400 NORTH 15TH STREET	IMMOKALEE	FL	34142	COLLIER	UNITED STATES	3858	5	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	869430	LABELLE BRANCH	155 N. BRIDGE STREET	LABELLE	FL	33935	HENDRY	UNITED STATES	12618	7	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	600437	LEHIGH ACRES BRANCH	1261 HOMESTEAD ROAD	LEHIGH ACRES	FL	33936	LEE	UNITED STATES	15122	6	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	2830621	LONGWOOD BRANCH	2160 STATE ROAD 434 WEST	LONGWOOD	FL	32779	SEMINOLE	UNITED STATES	258854	37	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	2851916	MARGATE BRANCH	5375 WEST ATLANTIC BOULEVARD	MARGATE	FL	33063	BROWARD	UNITED STATES	259696	22	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4172615	MERRITT ISLAND BRANCH	2105 NORTH COURTENAY PARKWAY	MERRITT ISLAND	FL	32953	BREVARD	UNITED STATES	419128	45	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4039437	BIRD ROAD BRANCH	5900 BIRD ROAD	MIAMI	FL	33155	MIAMI-DADE	UNITED STATES	497944	4	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4150145	NORTH MIAMI BRANCH	1802 NORTH EAST MIAMI GARDENS DRIVE	MIAMI	FL	33179	MIAMI-DADE	UNITED STATES	259695	21	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4039446	SURFSIDE BRANCH	9526 HARDING AVENUE	MIAMI BEACH	FL	33154	MIAMI-DADE	UNITED STATES	444333	2	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	3722723	GOLDEN GATE BRANCH	5240 GOLDEN GATE PARKWAY	NAPLES	FL	34116	COLLIER	UNITED STATES	419666	13	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4298542	MOORINGS BRANCH	2400 TAMAMIAMI TRAIL NORTH, SUITE 100	NAPLES	FL	34103	COLLIER	UNITED STATES	521338	46	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4298533	VANDERBILT BRANCH	2325 VANDERBILT BEACH ROAD	NAPLES	FL	34109	COLLIER	UNITED STATES	521339	47	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4150211	NORTH PORT BRANCH	4300 AIDAN LANE	NORTH PORT	FL	34287	SARASOTA	UNITED STATES	490044	28	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	3036112	WINDERMERE BRANCH	8910 CONROY-WINDERMERE ROAD	ORLANDO	FL	32835	ORANGE	UNITED STATES	360604	38	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	3920293	ORMOND BEACH OFFICE	1120 WEST GRANADA BLVD	ORMOND BEACH	FL	32174	VOLUSIA	UNITED STATES	472091	35	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	2713742	PORT CHARLOTTE BRANCH	1255 TAMAMIAMI TRAIL	PORT CHARLOTTE	FL	33953	CHARLOTTE	UNITED STATES	207975	9	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	3641244	SOUTH RIDGEWOOD AVENUE OFFICE	4410 RIDGEWOOD AVENUE	PORT ORANGE	FL	32127	VOLUSIA	UNITED STATES	425794	32	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4242189	SUNSHINE MAIN OFFICE	4777 CLYDE MORRIS BOULEVARD	PORT ORANGE	FL	32129	VOLUSIA	UNITED STATES	80562	30	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4300258	PORT SAINT LUCIE BRANCH	1301 PORT SAINT LUCIE BOULEVARD	PORT SAINT LUCIE	FL	34952	ST. LUCIE	UNITED STATES	Not Required	Not Required	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	3722693	PUNTA GORDA BRANCH	125 NESBITT STREET	PUNTA GORDA	FL	33950	CHARLOTTE	UNITED STATES	362620	11	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4227926	SARASOTA-MAIN STREET BRANCH	1790 MAIN STREET	SARASOTA	FL	34236	SARASOTA	UNITED STATES	259694	20	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	2423845	SOUTH SARASOTA BRANCH	8444 SOUTH TAMAMIAMI TRAIL	SARASOTA	FL	34236	SARASOTA	UNITED STATES	259693	19	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	3742253	STUART BRANCH	715 SOUTH COLORADO AVENUE	STUART	FL	34994	MARTIN	UNITED STATES	425155	50	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	3742271	VERO BEACH	4000 20TH STREET	VERO BEACH	FL	32960	INDIAN RIVER	UNITED STATES	450393	52	FLORIDA COMMUNI ASSOCIATION
OK	Full Service	4150202	PALM BEACH BRANCH	2001 PALM BEACH LAKES BOULEVARD	WEST PALM BEACH	FL	33409	PALM BEACH	UNITED STATES	439425	24	FLORIDA COMMUNI ASSOCIATION

OK	Full Service	4268509	WINTER PARK BRANCH	369 NORTH NEW YORK AVENUE	WINTER PARK	FL	32789	ORANGE	UNITED STATES	32715	FLORIDA COMMUNI 36 ASSOCIATION
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