



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, 2014

Month / Day / Year

NJA

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, Lee Hanna

Name of the Holding Company Director and Official

President and Chief Executive Officer

Title of the Holding Company Director and Official

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.

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.

Lee Hanna
Signature of Holding Company Director and Official
03/25/2015

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 2705943
C.I. _____

Reporter's Name, Street, and Mailing Address

CNLBancshares Inc

Legal Title of Holding Company

P.O. Box 4968

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

Orlando Florida 32802

City State Zip Code

450 S. Orange Ave Orlando, FL 32801

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Chirag Bhavsar EVP & CFO

Name Title

407-992-3732

Area Code / Phone Number / Extension

407-992-4291

Area Code / FAX Number

cbhavsar@cnlbank.com

E-mail Address

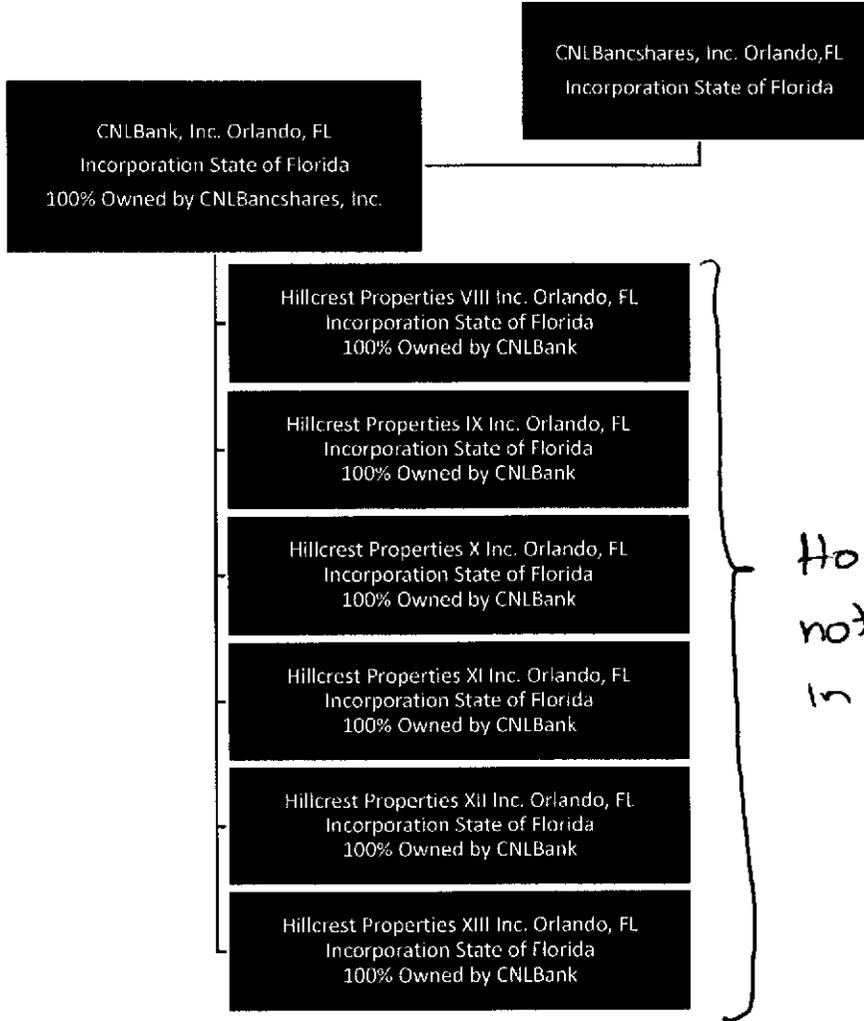
www.cnlbank.com

Address (URL) for the 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:
44C
- 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
December 31, 2014
Report Item 2 Organizational Chart



Holds OREO
not reportable
in the FR Y-10

FRY-6
 December 31, 2014
 Report Item 2b: Domestic Branch Listing

Branch ID - RSSD*	Branch Service Type	Popular Name	Street Address	City	State	Zip Code	County	Country	Office Number*	Head Office	Head Office ID - RSSD*	Comments
2986262	Full Service (Head Office)	CNLBANK	1450 SOUTH ORANGE AVENUE	ORLANDO	FL	32801	ORANGE	UNITED STATES	0	CNLBANK	2986262	
3026041	Full Service	ADVENTURA BRANCH	1827 BISCAYNE BOULEVARD	ADVENTURA	FL	33180	MIAMI DADE	UNITED STATES	11	CNLBANK	2986262	
3743643	Full Service	BOCA RATON BRANCH	225 N. E. MIZNER BOULEVARD, SUITE 150	BOCA RATON	FL	33432	PALM BEACH	UNITED STATES	5	CNLBANK	2986262	
3590007	Full Service	BONITA SPRINGS BRANCH	9160 BONITA BEACH ROAD	BONITA SPRINGS	FL	34135	LEE	UNITED STATES	16	CNLBANK	2986262	
3804918	Full Service	CORAL GABLES BRANCH	555 BILTMORE WAY, SUITE 118	CORAL GABLES	FL	33134	MIAMI DADE	UNITED STATES	9	CNLBANK	2986262	
3804980	Full Service	COCONUT POINT BRANCH	7986 MEDITERRANEAN DRIVE	ESTERO	FL	33928	LEE	UNITED STATES	20	CNLBANK	2986262	
3922575	Full Service	LAS OLAS BRANCH	888 EAST LAS OLAS BOULEVARD, SUITE 710	FORT LAUDERDALE	FL	33301	BROWARD	UNITED STATES	15	CNLBANK	2986262	
3804852	Full Service	FORT MYERS BRANCH	5220 SUMMERLIN COMMONS BOULEVARD	FORT MYERS	FL	33907	LEE	UNITED STATES	16	CNLBANK	2986262	
2878881	Full Service	LAKE MARY BRANCH	1220 INTERNATIONAL PARKWAY SOUTH	HEATHROW	FL	32746	SEMINOLE	UNITED STATES	1	CNLBANK	2986262	
3348205	Full Service	DEERWOOD PARK BRANCH	10738 DEERWOOD PARK BOULEVARD	JACKSONVILLE	FL	32256	DUVAL	UNITED STATES	12	CNLBANK	2986262	
3804807	Full Service	MAGNOLIA SQUARE BRANCH	1405 PINE RIDGE ROAD	NAPLES	FL	34108	COLLIER	UNITED STATES	19	CNLBANK	2986262	
3743625	Full Service	DR. PHILLIPS BRANCH	7625 SAND LAKE ROAD	ORLANDO	FL	32815	ORANGE	UNITED STATES	2	CNLBANK	2986262	
3924558	Full Service	PONTE VEDRA BRANCH	330 A1A NORTH, SUITE 324	BEACH	FL	32082	ST. JOHNS	UNITED STATES	13	CNLBANK	2986262	
3804981	Full Service	SANT AUGUSTINE BRANCH	1850 OLD MOULTRIE ROAD	SANT AUGUSTINE	FL	32084	ST. JOHNS	UNITED STATES	14	CNLBANK	2986262	
3743616	Full Service	SARASOTA BRANCH	1587 MAIN STREET	SARASOTA	FL	34235	SARASOTA	UNITED STATES	17	CNLBANK	2986262	
3743634	Full Service	WINTER PARK BRANCH	200 EAST NEW ENGLAND AVENUE	WINTER PARK	FL	32789	ORANGE	UNITED STATES	3	CNLBANK	2986262	

Form FR Y-6
CNLBancshares, Inc.
Fiscal Year Ending December 31, 2014

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 12-31-2014				Securities holders 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 12/31/2014		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities		(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
James Seneff Jr Winter Park, FL, USA	USA	5,912,941 - 167,500 -	30.54% Voting Common Stock 0% Options on Common Stock	NONE	NONE	NONE
Robert Bourne Winter Park, FL, USA	USA	1,211,468 - 55,000 -	6.26% Voting Common Stock 0% Options on Common Stock			

Form FR Y-6
CNL Bancshares, Inc.
Fiscal Year Ending December 31, 2014

Report Item 4: Insiders
(1)(2), (3)(b)(c), and (4)(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
James M. Seneff, Jr. Winter Park, FL, USA	Business Executive	Chairman of the Board	N/A	Executive Chairman CNL Financial Group, Inc	30.54%	N/A	See Attached
Robert A. Bourne Winter Park, FL, USA	Business Executive	Vice Chairman	N/A	Chairman & Chief Executive Officer Bourne Financial Group, LLC	6.26%	N/A	See Attached
Lee E. Hanna Jacksonville, FL, USA	N/A	Chief Executive Officer President	Chairman Chief Executive Officer	N/A	2%	N/A	N/A
Chirag J. Bhavsar Orlando, FL, USA	N/A	Chief Financial Officer Executive Vice President	Chief Financial Officer Executive Vice President CNL Bank	N/A	1%	N/A	N/A
Rafael E. Martinez Orlando, FL, USA	Business Executive	Director	Director, CNL Bank	Managing Partner McEwan, Martinez & Dukes, PA	0%	N/A	McEwan, Martinez & Dukes, PA McEwan-Edwards Building
Danna F. Megan Windermere, FL, USA	Business Executive	Director	N/A	Chairman Orlando Health Board of Directors	0%	N/A	N/A
Charles W. Newman Ponte Vedra Beach, FL, USA	Business Executive	Director	N/A	President KGI Capital, Inc	2%	N/A	N/A
John D. Race Winter Park, FL, USA	Business Executive	Director	Director, CNL Bank	Partner DePinno, Race & Zollo, Inc	1%	N/A	DePinno, Race & Zollo, Inc.
Tracy G. Schmidt Windermere, FL, USA	Business Executive	Director	Director, CNL Bank	Chief Financial Officer CNL Financial Group, Inc.	1%	N/A	N/A
C. Daniel Rice Jacksonville, FL, USA	Business Executive	Director	N/A	President & CEO MayPort Venture Partners LLC	1%	N/A	MayPort Venture Partners LLC Contender Management, Inc. Contender Investments, LP Viking Strategic Investment Management, LLC Clemson Investments, LLC