

revised

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

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):

12/31/2012
Month / Day / Year

1. Guy D. Colado
Name of the Holding Company Director and Official
President
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Commerce National Bankshares of Florida, Inc.
Legal Title of Holding Company
1201 S. Orlando Ave.
(Mailing Address of the Holding Company) Street / P.O. Box
Winter Park FL 32789
City State Zip Code

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.

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:

Charles W. Muller V.P./CEO
Name Title
407 622-8181 X102
Area Code / Phone Number / Extension
407 949 5566
Area Code / FAX Number
Cmuller@CNBT-FL.com
E-mail Address
www.CNBT-FL.com
Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

[Signature]
Date of Signature 4/28/13

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 3148622
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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

Revised

Form FR Y-6

Commerce National Bankshares of Florida, Inc.
Winter Park, Florida
Fiscal Year Ending December 31, 2012

Report Item

- 1: a. The BHC is not required to prepare form 10K with the SEC.
- 1: b. The BHC does prepare an annual report for its shareholders.
- 2: Organization Chart

Commerce National Bankshares of Florida, Inc. Winter Park, Florida

*Incorporated
in Florida*

100%

Commerce National Bank & Trust Winter Park, FL

100%

CNB&T, Inc. Winter Park, FL

*Incorporated
in United States
(National Bank)*

*Incorporated
in Florida*

Form FR Y-6
December 31, 2012

Report item 3: Directors and Officers

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-2009			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 12-31-12		
(1)(a) Names & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Guy D. Colado and Donna Colado Winter Park, FL	USA	107,500 10.75% common stock	None		
Guy D. Colado Winter Park, FL	USA	625 .0625% common stock			
James C. France Daytona Beach, FL	USA	438,000 43.80% common stock			
Spouse: Sharon M. France Daytona Beach, FL	USA	12,500 1.25% common stock			
Lesa Kennedy Daytona Beach, FL	USA	50,000 5% common stock			
Leonard E. Williams Orlando, FL	USA	78,825 7.8825% common stock			

Report item 4: Directors and Officers
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name & Address (City, State, County)	(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	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)
Russell Barkett Maitland, FL	CPA	Director	Director (Commerce National Bank & Trust)	Chief Financial Officer-Davgar Entities	0.100%	None	None
Jennifer F. Bates Winter Park, FL	Coordinator/NASCA	Director	Director (Commerce National Bank & Trust)	Coordinator- NASCAR President-J.A. Holder Company	1.250%	None	Elegant Essentials, LLC (50%) US Transportation Leasing Co., LLC (25%) Madeline Holdings LLC (50%) J.A. Holder Company (100%) Pioneer Development Co., LLC (50%) Fifty 50 Development Co., LLC (50%) J. Dough Investments, LLC (100%)
Guy D. Colado Winter Park, FL	N/A	Director, President	Director, CEO (Commerce National Bank & Trust)	President/Director Bulco, Inc Owner Bulco I, Inc. Director - CWI Real Estate, Inc. President-Bulco Consulting & Management LLC,	10.81%	None	JFB Holdings, LLC (100%) Bulco, Inc. (50%) Bulco I, Inc. (100%) Pecado, Inc. (25%) Bulco Consulting & Management LLC 100%
Ray D. Colado Winter Park, FL	N/A	Director/ Secretary./Treasurer	Director, President (Commerce National	President- Pecado, Inc.	1.650%	None	Pecado, Inc. (25%) NBOC, Inc. 50%

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Mary L. Demetree Winter Park, FL	Real Estate	Director	Director (Commerce National Bank & Trust)	Director-MLD Holdings, Inc. Director-Collegiate Village Inn, Inc. President-Demetree Builders, Inc. Director-Demetree Dean Road, Inc. President-Demetree Real Estate Services, Inc. President-La Mesa Corporation President-MDJP Corporation Partner-Triad Properties Partner-Attractions Investors, Ltd. Member Partner-Park Avenue Restaurant Ltd., LLC President-College Park Holdings, Inc. President-DB-Orlando, Inc. Limited Member-UCF Hospitality, Inc. Member-Demco-Venco Member-Edgewater 3348, LLC President-Mary Dem, Inc. President-MLD Holdings, Inc. Manager-Sardinian Group, LLC Manager- Demetree Land Trust, LLC	1.250%	None	MLD Holdings, Inc. (100%) Collegiate Village Inn Inc. (26.667%) Demetree Builders, Inc. (100%) Demetree Dean Road, Inc. (46.48%) Demetree Real Estate Services, Inc. (100%) La Mesa Corporation (100%) MDJP Corporation (50%) Triad Properties (33.333%) Attractions Investors, Ltd. (31.325%) Park Avenue Restaurants Ltd., LLC (66.66%) College Park Holdings, Inc. (100%) DB Orlando, Inc. (100%) UCF Hospitality, Inc. (25%) Demco-Venco (75%) Edgewater 3348, LLC (85%) Mary Dem, Inc. (100%) MLD Holdings, Inc. (100%)

Report item 4: Directors and Officers

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

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Jane H. Louttit Maitland, FL	Manager	Director	Director (Commerce National Bank & Trust) Bank & Trust)	Manager-Maitland Family Practice	0.200%	None	None
Leonard E. Williams, Wholesale Distributi Orlando, FL		Director	Director (Commerce Nation Bank & Trust)	Chief Financial Officer-Wayne Densch President-Raindancer Car Wash, Inc. Chief Financial Officer-BCM Home LLC	0.4375%	None	Raindancer Car Wash, Inc. (77%) BCM Home LLC (33.3%)

Revised

Commerce National Bankshares of Florida, Inc

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(1) Name & Address (City, State, County)	(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	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 C. France Daytona Beach, FL	International Speedway <i>Principal Shareholder</i>	N/A	N/A	Chairman-International Speedway Cor Chairman-NASCAR Holdings, Inc. President-Principal Investor Corporation President-Tertiary Investment Company President-Quaternary Investment Company	40.125%	None	International Speedway Corporation (30%) NASCAR Holdings, Inc. (50%) Principal Investor Corporation (100%) Secondary Investment LLC (100%) Tertiary Investment Company (100%) Quaternary Investment Company (100%) US Transportation Leasing Co., LLC (75%) Daytona Motorsports Group, LLC (79%) CWI Real Estate, Inc. (100%) Coquina Office Properties, LLC (100%) Coquina Marina, LLC (100%) Capital Pump, LLC (100%) Rev Investment Company, LLC (100%) J Alaska LLC (100%) JCF Nevada Dominion LLC (100%) J Sparrow Dinero LLC (100%) J&S Sparrow Dinero LLC (50%) Hi-Rev Racing LLC (50%) Delaware General Corporation (50%) Holden Center LLC (100%) Jolly Roger Marine LLC (100%) Root Street Land Co LLC (100%) Carl Two LLC (100%) Carl Three LLC (100%) Action Express Racing, LLC (100%) 1041 McKean Circle, LLC (100%) Automotive Research Bureau, Inc. (50%) NBOC, Inc. (50%)