

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. § 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)). 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):
12/31/2011
Month / Day / Year

I, Tonya M. Mitchell
Name of the Bank Holding Company Director and Official
Secretary
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Citizens Corporation
Legal Title of Bank Holding Company
P. O. Box 577
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Eastman Georgia 31023
City State Zip Code
555 Hawkinsville Highway
Physical location (if different from mailing address)

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.

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:
Tonya M. Mitchell Secretary
Name Title
478-374-4776
Area Code / Phone Number / Extension
478-374-2048
Area Code / FAX Number
tonya90@bellsouth.net
E-mail Address

Tonya M. Mitchell
Signature of Bank Holding Company Director and Official
02/22/2012
Date of Signature

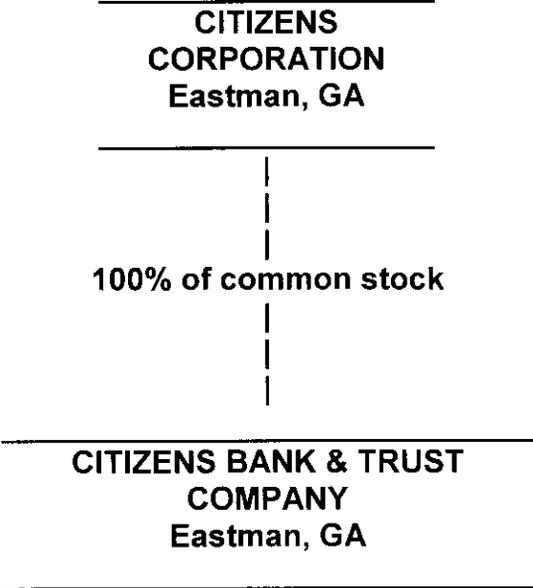
Address (URL) for the Bank Holding Company's web page

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 by auditors
 is not prepared

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

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RSSD ID 1129805
C.I. _____

REPORT ITEM #2a:



REPORT ITEM #2b:

Citizens Bank & Trust Company 5101 Fifth Avenue, NE Eastman, Dodge County, Georgia 31023 USA	Date Opened: 05/01/69	Full Service
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Rhine Branch Highway 280 Rhine, Dodge County, Georgia 31077 USA	Date Opened: 02/02/87	Full Service
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5th and Oak Office 5th and Oak Eastman, Dodge County, Georgia 31023 USA	Date Opened: 06/01/87	Full Service
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Cochran Branch 127 South Sixth Street Cochran, Bleckley County, Georgia 31014 USA	Date Opened: 08/02/99	Full Service
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Helena Branch Office 107 8th Street Helena, Telfair County, Georgia 31037 USA	Date Opened: 05/05/03	Full Service
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Lake Joy Branch 1041 Highway 96 Warner Robins, Houston County, Georgia 31088 USA	Date Opened: 03/30/09	Full Service
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REPORT ITEM #3(1):

1. a) Williamson S. Stuckey, Jr.
 Washington, DC/Eastman, GA
 b) USA
 c) 4,638.26 32.90%

2. a) Lynda S. Franklin
 St. Simons Island, GA/Eastman, GA
 b) USA
 c) 3,892.50 27.61%

3. a) Russell D. Franklin, III
 Tallahassee, FL
 b) USA
 c) 923.47 6.55%

4. a) Stephanie Stuckey Benfield
 Atlanta, GA
 b) USA
 c) 763.72 5.42%

5. a) Jay-Gould W. Stuckey
 Los Angeles, CA
 b) USA
 c) 763.72 5.42%

6. a) Beverly Franklin Hales
 Fayetteville, GA
 b) USA
 c) 923.47 6.55%

REPORT ITEM #3(2):

None.

REPORT ITEM #4 - SUMMARY

HOLDING COMPANY INSIDERS

Name & Address	Year of Birth	Position with BHC	Years on Board of BHC	Connection with any Subsidiary	Connection with any Other Depository Organization	Occupation	Number of BHC Shares Owned	Type	%
W.S. Stuckey, Jr. Washington, DC	1935	Director Emeritus	27 Yrs	N/A	None	Business	4,638.26	vc	32.90%
						Executive	459,187.74	nvc	32.90%
Lynda S. Franklin Eastman, GA	1940	Director Emeritus	27 Yrs	Director-CB&T	None	Business	3,892.50	vc	27.61%
						Executive	383,992.66	nvc	27.51%
Edward R. Davis, Jr. Cordele, GA	1933	Director Emeritus	27 Yrs	N/A	Director - Bk of Dudley, GA	Retired	None		
Gregory W. Griffith University Park, MD	1950	Chairman / President / Treasurer	27 Yrs	N/A	None	CPA	0.10	vc	0.00%
							9.90	nvc	0.00%
Russell D. Franklin, III Tallahassee, FL	1964	Director	3 Yrs	N/A	None	Professor	923.47	vc	6.55%
							92,105.95	nvc	6.60%
Stephanie Stuckey Benfield Atlanta, GA	1966	Shareholder	N/A	N/A	None	Attorney	763.72	vc	5.42%
							75,608.28	nvc	5.42%
Jay Gould Stuckey Los Angeles, CA	1968	Director	3 Yrs	N/A	None	Artist	763.72	vc	5.42%
							75,608.28	nvc	5.42%
Beverly Franklin Hales Fayetteville, GA	1969	Shareholder	N/A	N/A	None	Teacher	923.47	vc	6.55%
							92,105.95	nvc	6.60%
Wade B. Hall Eastman, GA	1965	Director	4 Yrs	Director-CB&T	None	Forester	None		
Henry Barclay, III Birmingham, AL	1946	Director	4 Yrs	N/A	None	CPA	None		
G. Mike Odom, Jr. Richmond Hill, GA	1964	Director	4 Yrs	N/A	Officer - The Coastal Bank	Banker	None		
John C. Wright Georgetown, SC	1948	Director	4 Yrs	N/A	None	Retired	None		
Ralph R. Chapman, Sr. Richmond Hill, GA	1940	Director	1 Yr	Dir/Pres-CB&T	None	Banker	None		
Tonya M. Mitchell Eastman, GA	1961	Secretary	N/A	N/A	None	Accountant	None		

vc=voting common
nvc=non-voting common

Note-None of the above listed individuals own any shares of stock in the subsidiary bank

REPORT ITEM #4:

PAGE 1

- 1 Williamson S. Stuckey, Jr.
Washington, DC / Eastman, GA
USA
- 2 Business Executive
- 3(a) Director Emeritus
- 3(b) None
- 3(c) Director Emeritus - Stuckey Timberland, Inc.
Director/Chairman - Stuckey's Corporation
Director/Vice-Chairman - Interstate Dairy Queen Corporation
Director/Chairman - Atlantis, Inc.
Director/Chairman - Stuckey's Family Favorites Incorporated
Director/Chairman - Interstate B/J Corporation
Director/Chairman - A1A Management Corporation
Director/Officer - Jackie's Gun and Pawn
Partner - Dairy Queen of Marineland
Partner - Interstate B/J Ltd.
Partner - Stuckey's/DQ of Greenville, SC
Partner - Stuckey's/DQ of Bagdad, FL
- 4(a) 32.90%
- 4(b) None
- 4(c) Stuckey Timberland, Inc.-1,722,500 shares - 26.64%
Stuckey's Corporation - 510 shares - 51%
Atlantis, Inc.-1,000 shares - 100%
Stuckey's Family Favorites Incorporated - 265 shares - 29.8%
Jackie's Gun and Pawn - 250 shares - 50%
Dairy Queen of Marineland - 51% Partnership interest
Stuckey's/DQ of Greenville - 50% Partnership interest
Stuckey's/DQ of Bagdad - 50% Partnership interest

REPORT ITEM #4:

PAGE 2

- 1 Lynda S. Franklin
St. Simons Island, GA / Eastman, GA
USA
- 2 Business Executive
- 3(a) Director Emeritus
- 3(b) Director – Citizens Bank & Trust Company
- 3(c) Director Emeritus - Stuckey Timberland, Inc.
Director/President - Franklin, Inc.
General Partner - Franklin Investments, L.P.
Director/Vice-President - Tijuana Trading Co
Limited Partner – Financial Sector Investment Fund I, LLLP
Limited Partner – Financial Sector Investment Fund II, LLLP
- 4(a) 27.61%
- 4(b) None
- 4(c) Stuckey Timberland, Inc. - 1,722,500 shares - 26.64%
Franklin, Inc. - 89.83%:
 common voting - 9,904 shares
 class A preferred - 400,000 shares
 class B preferred - 415,017 shares
 class C preferred - 100,000 shares
Franklin Investments, L.P. - 94.5% Partnership interest
Tijuana Trading Co. - 55%

REPORT ITEM #4:

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1 Edward R. Davis, Jr.
Cordele, GA
USA

2 Retired

3(a) Director

3(b) None

3(c) Director Emeritus - Stuckey Timberland, Inc.
Director - Bank of Dudley
Limited Partner – Financial Sector Investment Fund I, LLLP
Limited Partner – Financial Sector Investment Fund II, LLLP

4(a) None

4(b) None

4(c) Financial Sector Investment Fund II, LLLP – 29% Partnership interest

REPORT ITEM #4:

PAGE 4

1 Gregory W. Griffith
University Park, MD
USA

2 Certified Public Accountant

3(a) President / Treasurer / Chairman

3(b) None

3(c) Chairman/Assistant Treasurer - Stuckey Timberland, Inc.
Director/Secretary-Treasurer - Stuckey's Corporation
Director/Secretary-Treasurer - Interstate Dairy Queen Corporation
Director/Secretary-Treasurer - Atlantis, Inc.
Director/Secretary-Treasurer - Stuckey's Family Favorites Incorporated
Director/Secretary-Treasurer - Interstate B/J Corporation
Director/Secretary-Treasurer - A1A Management Corporation
Partner - Dairy Queen of Marineland
Partner - Interstate B/J Ltd.
Limited Partner – Financial Sector Investment Fund I, LLLP
Limited Partner – Financial Sector Investment Fund II, LLLP

4(a) .001%

4(b) None

4(c) Stuckey's Family Favorites Incorporated – 27%

REPORT ITEM #4:

PAGE 5

1 Russell D. Franklin, III
Tallahassee, FL
USA

2 Professor

3(a) Director

3(b) None

3(c) Director - Stuckey Timberland, Inc.
Director - Pecan Shoppe of Santa Rosa, Inc.
Director - Pecan Shoppe of Adrian, Inc.
Director - Pecan Shoppe of Tucumcari, Inc.

4(a) 6.598%

4(b) None

4(c) None

REPORT ITEM #4:

PAGE 6

1 Stephanie Stuckey Benfield
Atlanta, GA
USA

2 Attorney

3(a) Shareholder

3(b) None

3(c) None

4(a) 5.416%

4(b) None

4(c) None

REPORT ITEM #4:

PAGE 7

1 Jay-Gould W. Stuckey
Los Angeles, CA
USA

2 Artist

3(a) Director

3(b) None

3(c) Director - Stuckey Timberland, Inc.

4(a) 5.416%

4(b) None

4(c) None

REPORT ITEM #4:

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1 Beverly Franklin Hales
Fayetteville, GA
USA

2 Teacher

3(a) Shareholder

3(b) None

3(c) Director - Pecan Shoppe of Santa Rosa, Inc.
Director - Pecan Shoppe of Adrian, Inc.
Director - Pecan Shoppe of Tucumcari, Inc.

4(a) 6.598%

4(b) None

4(c) None

REPORT ITEM #4:

PAGE 9

- 1 Wade B. Hall
Eastman, GA
USA

- 2 Forester

- 3(a) Director

- 3(b) Director – Citizens Bank & Trust Company

- 3(c) Director / President - Stuckey Timberland, Inc.
General Partner - Non-Typical Properties, LLC
Limited Partner - Southern Hills Development, LLC
Limited Partner – Financial Sector Investment Fund I, LLLP
Limited Partner – Financial Sector Investment Fund II, LLLP

- 4(a) None

- 4(b) None

- 4(c) Non-Typical Properties, LLC - 33.334%

REPORT ITEM #4:

PAGE 10

- 1 Henry I. Barclay, III
Birmingham, AL
USA
- 2 Certified Public Accountant in public practice
- 3(a) Director
- 3(b) None
- 3(c) Director - Stuckey Timberland, Inc.
- 4(a) None
- 4(b) None
- 4(c) Lehmann, Ullman and Barclay, LLP – 67%
2908 Clairmont Avenue Associates – 73%

REPORT ITEM #4:

PAGE 11

1 G. Mike Odom, Jr.
Richmond Hill, GA
USA

2 Bank Executive

3(a) Director

3(b) None

3(c) Director - Stuckey Timberland, Inc.
Executive Vice-President – The Coastal Bank, Savannah, GA

4(a) None

4(b) None

4(c) The Mulberry Company, LLC – 25%
Tivolt Properties, LLC – 25%
Great Oaks Advisors, LLC – 100%

REPORT ITEM #4:

PAGE 12

1 John C. Wright
Georgetown, SC
USA

2 Retired

3(a) Director

3(b) None

3(c) Director - Stuckey Timberland, Inc.
Director – Watson Wyatt Worldwide
Director – Sucampo Pharmaceuticals

4(a) None

4(b) None

4(c) None

REPORT ITEM #4:

PAGE 13

1 Ralph R. Chapman, Sr.
Richmond Hill, Georgia
USA

2 N/A

3(a) Director

3(b) Director and President – Citizens Bank & Trust Company

3(c) None

4(a) None

4(b) None

4(c) None

REPORT ITEM #4:

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1 Tonya M. Mitchell
Eastman, GA
USA

2 Accountant

3(a) Secretary/Assistant Treasurer

3(b) None

3(c) Secretary/Treasurer - Stuckey Timberland, Inc.
Secretary/Treasurer - The W. S. and Ethel Stuckey Foundation, Inc.
Secretary - Franklin, Inc.

4(a) None

4(b) None

4(c) None