

Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6

1129681

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):
March 28, 2012
Month / Day / Year

I, Guillermo Diaz-Rousselot
Name of the Bank Holding Company Director and Official
Director
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Continental Bancorp
Legal Title of Bank Holding Company
1801 SW 1st Street
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Miami FL 33135
City State Zip Code

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.

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:
Sonia Canessa-Gonzalez SVP/CFO
Name Title
305-643-8276
Area Code / Phone Number / Extension
305-643-8289
Area Code / FAX Number
scanessa@continentalbank.com
E-mail Address

[Signature]
Signature of Bank Holding Company Director and Official
03/28/2012
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
 is not prepared

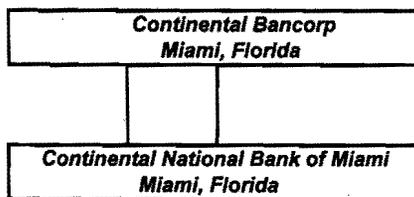
Does the reporter request confidential treatment for any portion of this submission?
 Yes Please identify the report items to which this request applies:
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
 No

For Federal Reserve Bank Use Only
RSSD ID _____
C.I. _____

Form FR Y-6
CONTINENTAL BANCORP
 Fiscal Year Ending December 31, 2011

REPORT ITEM 2A

ORGANIZATION CHART



<i>Continental Bancorp</i>	Owned Shares:	104,884 Common	30,000 Preferred A	0 Preferred C
		===== 37.75%	===== 100.00%	===== 0.00%
<i>Continental National Bank of Miami</i>	Total Shares:	277,874 Common	30,000 Preferred A	45,495 Preferred C
<i>Continental Bancorp</i>	Owned Shares:	134,884 Total Voting Stock (Common, Preferred A, Preferred C)		
		===== 38.17%		
<i>Continental National Bank of Miami</i>	Total Shares:	353,369 Total Voting Stock (Common, Preferred A, Preferred C)		

Form FR Y-6
CONTINENTAL BANCORP
Fiscal Year Ending December 31, 2011

REPORT ITEM 2B

DOMESTIC BRANCH LISTING

Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	DATE ESTABLISHED	Head Office	Head Office ID_RSSD*
Full Service (Head Office)	837037	CONTINENTAL NATIONAL BANK OF MIAMI	1801 S.W. 1ST STREET	MIAMI	FL	33135	MIAMI-DADE	UNITED STATES	14925	0	5/10/1974	CONTINENTAL NATIONAL BANK OF MIAMI	837037
Full Service	927732	HIALEAH BRANCH	611 WEST 49TH STREET	HIALEAH	FL	33012	MIAMI-DADE	UNITED STATES	253072	3	9/5/1984	CONTINENTAL NATIONAL BANK OF MIAMI	837037
Full Service	3139910	WALMART/HIALEAH GARDENS BRANCH	9301 N W 77TH AVENUE	HIALEAH GARDENS	FL	33016	MIAMI-DADE	UNITED STATES	361027	6	9/20/2000	CONTINENTAL NATIONAL BANK OF MIAMI	837037
Full Service	1157161	BIRD ROAD BRANCH	5785 BIRD ROAD	MIAMI	FL	33155	MIAMI-DADE	UNITED STATES	253073	4	9/22/1986	CONTINENTAL NATIONAL BANK OF MIAMI	837037
Full Service	988331	DOWNTOWN BRANCH	240 EAST FLAGLER STREET	MIAMI	FL	33131	MIAMI-DADE	UNITED STATES	253070	1	9/8/1981	CONTINENTAL NATIONAL BANK OF MIAMI	837037
Full Service	836535	SWEETWATER BRANCH	400 S.W. 107TH AVENUE	SWEETWATER	FL	33174	MIAMI-DADE	UNITED STATES	253071	2	1/26/1982	CONTINENTAL NATIONAL BANK OF MIAMI	837037
Full Service		NAVARRO/HIALEAH GARDENS BRANCH	3141 WEST 76TH STREET	HIALEAH	FL	33018	MIAMI-DADE	UNITED STATES	521881	7	6/8/2011	CONTINENTAL NATIONAL BANK OF MIAMI	837037

CP/STC