

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, 2012

Month / Day / Year

I, **Robert M. Clements**

Name of the Holding Company Director and Official

Chairman 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.

Reporter's Name, Street, and Mailing Address

EverBank Financial Corp

Legal Title of Holding Company

501 Riverside Avenue, 12th Floor

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

Jacksonville

FL

32202

City

State

Zip Code

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:

Mark Baum

Senior Vice President

Name

Title

904 623-8191

Area Code / Phone Number / Extension

904623-8100

Area Code / FAX Number

mark.baum@everbank.com

E-mail Address

www.everbank.com

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

Signature of Holding Company Director and Official

03/22/2013

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

C.I.

3838857

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 + 4

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

This FR Y-6 for EverBank Financial Corp (the “Company”), a Delaware corporation, is for the fiscal year ending December 31, 2012. The Company is the savings and loan holding company of EverBank, a federal savings association.

**Item 1.
Annual Report to Shareholders**

See *Public Exhibit 1* for a copy of the Company’s 2012 Annual Report to Shareholders.

**Item 2(a).
Organization Chart**

See *Public Exhibit 2(a)* for a copy of the Company’s organization chart.

**Item 2(b).
Domestic Branch Listing**

See *Public Exhibit 2(b)* for a list of EverBank’s domestic branch listing.

**Item 3.
Securities Holders.**

See *Public Exhibit 3* for certain information required by Item 3(1) and 3(2) with respect to the Company’s securities holders.

See *Confidential Exhibit 1* for certain other information required by Item 3(1) and 3(2) with respect to the Company’s securities holders.

**Item 4.
Insiders.**

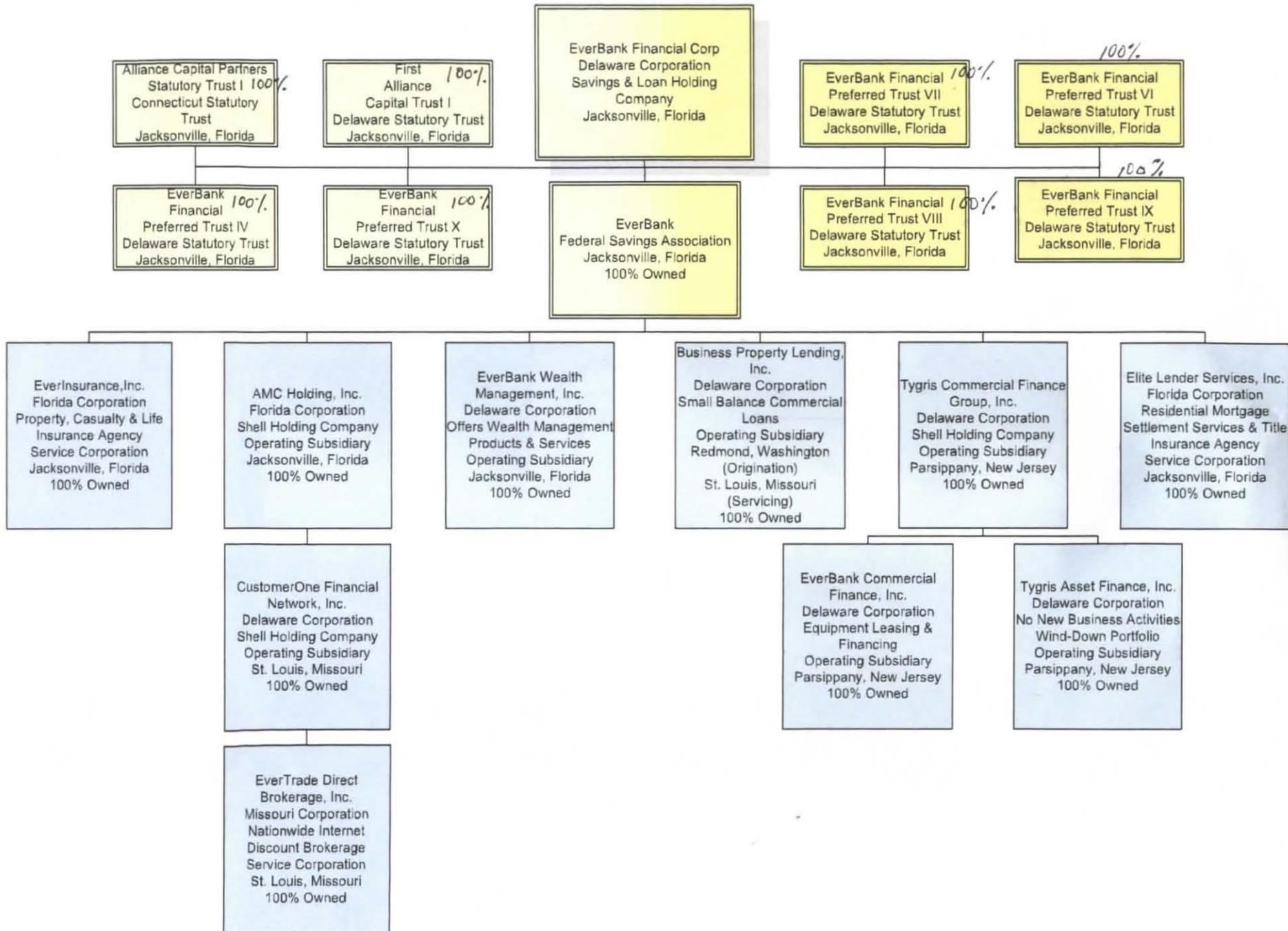
See *Public Exhibit 4* for certain information required by Item 4 with respect to the Company’s “Insiders.”

See *Confidential Exhibit 2* for certain other information required by Item 4 with respect to the Company’s “Insiders.”

Master Corporate Organizational Chart

REVISED

As of 12/31/2012



**Report Item 2(a) – Supporting Information to Organizational Chart
As of December 31, 2012**

Name of Legal Entity	State of Incorporation	Physical Address	Ownership Structure
EVERBANK FINANCIAL CORP	Delaware	Jacksonville, Florida, USA	<ul style="list-style-type: none"> • Ultimate parent company.
EVERBANK	Federal Savings Association	Jacksonville, Florida, USA	<ul style="list-style-type: none"> • Owned 100% by EverBank Financial Corp
EVERINSURANCE, INC.	Florida	Jacksonville, Florida, USA	<ul style="list-style-type: none"> • Owned 100% directly by EverBank • Owned 100% indirectly by EverBank Financial Corp
AMC HOLDING, INC.	Florida	Jacksonville, Florida, USA	<ul style="list-style-type: none"> • Owned 100% directly by EverBank • Owned 100% indirectly by EverBank Financial Corp
CUSTOMERONE FINANCIAL NETWORK, INC.	Delaware	St. Louis, Missouri, USA	<ul style="list-style-type: none"> • Owned 100% directly by AMC Holding, Inc. • Owned 100% indirectly by EverBank Financial Corp
EVERTRADE DIRECT BROKERAGE, INC.	Missouri	St. Louis, Missouri, USA	<ul style="list-style-type: none"> • Owned 100% directly by CustomerOne Financial Network, Inc. • Owned 100% indirectly by EverBank Financial Corp
EVERBANK WEALTH MANAGEMENT, INC.	Florida	Jacksonville, Florida, USA	<ul style="list-style-type: none"> • Owned 100% directly by EverBank • Owned 100% indirectly by EverBank Financial Corp
BUSINESS PROPERTY LENDING, INC.	Delaware	Redmond, Washington, USA	<ul style="list-style-type: none"> • Owned 100% directly by EverBank • Owned 100% indirectly by EverBank Financial Corp
TYGRIS COMMERCIAL FINANCE GROUP, INC.	Delaware	Parsippany, New Jersey, USA	<ul style="list-style-type: none"> • Owned 100% directly by EverBank • Owned 100% indirectly by EverBank Financial Corp
EVERBANK COMMERCIAL FINANCE, INC.	Delaware	Parsippany, New Jersey, USA	<ul style="list-style-type: none"> • Owned 100% directly by Tygris Commercial Finance Group, Inc. • Owned 100% indirectly by EverBank Financial Corp
TYGRIS ASSET FINANCE, INC.	Delaware	Parsippany, New Jersey, USA	<ul style="list-style-type: none"> • Owned 100% directly by Tygris Commercial Finance Group, Inc. • Owned 100% indirectly by EverBank Financial Corp
ELITE LENDER SERVICES, INC.	Florida	Jacksonville, Florida, USA	<ul style="list-style-type: none"> • Owned 100% directly by EverBank • Owned 100% indirectly by EverBank Financial Corp

✓ CAP

Results: A list of branches for your depository institution: EVERBANK (ID_RSSD 2735146). This depository institution is held by EVERBANK FINANCIAL CORP (J838857) of JACKSONVILLE, FL. The data are as of 11/31/2012. Data reflects information that was received and processed through 02/27/2013.

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 Procedures

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	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	2735146	EVERBANK	501 RIVERSIDE AVE	JACKSONVILLE	FL	32202	DUVAL	UNITED STATES	61548		0 EVERBANK		2735146
OK		Full Service	3641486	MIAMI-DADE COUNTY - AVENTURA BRANCH	19058 NE 29TH AVE	AVENTURA	FL	33180	MIAMI-DADE	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	3641488	BOCA RATON BRANCH	595 SOUTH FEDERAL HIGHWAY	BOCA RATON	FL	33432	PALM BEACH	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	3741229	CLEARWATER BRANCH	28417 US HWY 19 NORTH	CLEARWATER	FL	33761	PINELAS	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	3807938	CORAL GABLES BRANCH	20 GIRALDA AVENUE	CORAL GABLES	FL	33134	MIAMI-DADE	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	3641417	CORAL RIDGE BRANCH	2521 EAST COMMERCIAL BOULEVARD	FORT LAUDERDALE	FL	33308	BROWARD	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	4136626	FORT LAUDERDALE BRANCH	200 SW 1 ST AVENUE	FORT LAUDERDALE	FL	33301	BROWARD	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	2729324	DANIELS PARKWAY BRANCH	6321 DANIELS PARKWAY	FORT MYERS	FL	33912	LEE	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	1217186	ASHLEIGH PLAZA BRANCH	10400-01 SAN JOSE BOULEVARD	JACKSONVILLE	FL	32257	DUVAL	UNITED STATES	249609		3 EVERBANK		2735146
OK		Full Service	863830	NORMANDY BOULEVARD BRANCH	7749 NORMANDY BOULEVARD	JACKSONVILLE	FL	32221	DUVAL	UNITED STATES	495963		4 EVERBANK		2735146
OK		Full Service	206234	OCEANWAY BRANCH	104 NEW BERLIN ROAD	JACKSONVILLE	FL	32218	DUVAL	UNITED STATES	249606		2 EVERBANK		2735146
OK		Full Service	4136635	NAPLES BRANCH	1185 IMMOKALEE ROAD	NAPLES	FL	34110	COLLIER	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	3133039	PARK SHORE BRANCH	3401 TAMiami TRAIL NORTH	NAPLES	FL	34103	COLLIER	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
DELETE		Full Service	2776103	VANDERBILT BRANCH	2325 VANDERBILT BEACH ROAD	NAPLES	FL	34109	COLLIER	UNITED STATES	Not Required	Not Required	EVERBANK		2735146
OK		Full Service	4136617	TAMPA BRANCH	777 SOUTH HARBOUR ISLAND BOULEVARD	TAMPA	FL	33602	HILLSBOROUGH	UNITED STATES	426553		18 EVERBANK		2735146

**Report Item 2(b) – Domestic Branch Listings
As of December 31, 2012**

Popular Name of Branch	Date the Branch Opened, Closed or Experienced a Change	Physical Address	Branch Service Type
EVERBANK	7/9/2007	501 Riverside Avenue Jacksonville, Florida 32202 Duval County, USA	Full Service (Head Office)
MIAMI-DADE COUNTY - AVENTURA BRANCH	5/28/2010	19058 NE 29 th Avenue Aventura, Florida 33180 Miami-Dade County, USA	Full Service
BOCA RATON BRANCH	5/28/2010	595 South Federal Highway, Suite 100 Boca Raton, Florida 33432 Palm Beach County, USA	Full Service
CLEARWATER BRANCH	5/28/2010	26417 US Highway 19 North Clearwater, Florida 33761 Pinellas County, USA	Full Service
CORAL GABLES BRANCH	5/28/2010	20 Giralda Avenue Coral Gables, Florida 33134 Miami-Dade County, USA	Full Service
CORAL RIDGE BRANCH	5/28/2010	2521 E. Commercial Boulevard Fort Lauderdale, Florida 33308 Broward County, USA	Full Service
FORT LAUDERDALE BRANCH	5/28/2010	200 SW 1 st Avenue, Suite 100 Fort Lauderdale, Florida 33301 Broward County, USA	Full Service
DANIELS PARKWAY BRANCH	5/28/2010	6321 Daniels Parkway Fort Myers, Florida 33912 Lee County, USA	Full Service
ASHLEIGH PLAZA BRANCH	2/8/2000 (Acquired from Marine National Bank)	10400-01 San Jose Boulevard Jacksonville, Florida 32257 Duval County, USA	Full Service
NORMANDY BOULEVARD BRANCH	12/20/2005	7749 Normandy Boulevard, Suite 155 Jacksonville, Florida 32221 Duval County, USA	Full Service
OCEANWAY BRANCH	5/1/1983 (Acquired from Marine National Bank)	104 New Berlin Road Jacksonville, Florida 32218 Duval County, USA	Full Service
NAPLES BRANCH	5/28/2010	1185 Immokalee Road Naples, Florida 34110 Collier County, USA	Full Service
PARK SHORE BRANCH	5/28/2010	3401 N. Tamiami Trail Naples, Florida 34103	Full Service

Popular Name of Branch	Date the Branch Opened, Closed or Experienced a Change	Physical Address	Branch Service Type
		Collier County, USA	
VANDERBILT BRANCH	Branch was not acquired as part of the FDIC assisted transaction.	2325 Vanderbilt Beach Road Naples, Florida 34109 Collier County, USA	Full Service
TAMPA BRANCH	5/28/2010	777 S. Harbour Island Boulevard, Suite 125 Tampa, Florida 33602 Hillsborough County, USA	Full Service