

Board of Governors of the Federal Reserve System

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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, Carlos A. Safie

Name of the Holding Company Director and Official

Chairman, President, CEO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Executive Banking Corporation

Legal Title of Holding Company

9600 North Kendall Drive

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

Miami

FL

33176

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:

David P. Johnson

Secretary

Name

Title

305-964-2442

Area Code / Phone Number / Extension

305-232-8719

Area Code / FAX Number

djohnson@executivebank.com

E-mail Address

Signature of Holding Company Director and Official

01/16/2013

Date of Signature

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

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

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

1082731

C.I.

FORM FR Y-6
EXECUTIVE BANKING CORPORATION
MIAMI, FLORIDA
STATE OF INCORPORATION: FLORIDA
FISCAL YEAR ENDING DECEMBER 31, 2012

REPORT ITEM

1: STATUS OF ANNUAL REPORT : NOT PREPARED.

2: Organization Chart

EXECUTIVE BANKING CORPORATION
MIAMI, FLORIDA 33176



100% OWNERSHIP OF

EXECUTIVE NATIONAL BANK
MIAMI, FLORIDA 33176

Results: A list of branches for your depository institution: EXECUTIVE NATIONAL BANK (ID_RSSD: 1002430).
 This depository institution is held by EXECUTIVE BANKING CORPORATION (1082731) of MIAMI, FL.
 The data are as of 03/31/2013. Data reflects information that was received and processed through 04/10/2013.

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 Procedure

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)	1002430	EXECUTIVE NATIONAL BANK	9600 NORTH KENDALL DRIVE	MIAMI	FL	33176	MIAMI-DADE	UNITED STATES	14302	0	EXECUTIVE NATIONAL BANK	1002430	
OK		Full Service	4053068	AVENTURA BRANCH	20900 NE 30TH AVENUE	MIAMI	FL	33180	MIAMI-DADE	UNITED STATES	476639	6	EXECUTIVE NATIONAL BANK	1002430	
OK		Full Service	2507727	SOUTH MIAMI BANKING CENTER	6193 SUNSET DRIVE	MIAMI	FL	33143	MIAMI-DADE	UNITED STATES	251589	4	EXECUTIVE NATIONAL BANK	1002430	
OK		Full Service	1167245	TAMIAMI BRANCH	13354 SW 128TH STREET	MIAMI	FL	33186	MIAMI-DADE	UNITED STATES	251587	2	EXECUTIVE NATIONAL BANK	1002430	

FORM FR Y-6
EXECUTIVE BANKING CORPORATION
FISCAL YEAR ENDING DECEMBER 31, 2012

Report Item 3: Shareholders

(1)(A)	(1)(B)	(1)(C)
<u>NAME & ADDRESS</u>	<u>CITIZENSHIP</u>	<u>NUMBER/PERCENTAGE OF EACH CLASS OF VOTING SECURITIES</u>
CARLOS A. SAFIE MIAMI, FLORIDA	USA	2,002-49.8505% COMMON STOCK 1,357-100% -PREFERRED STOCK-AS SUCCESSOR TRUSTEE
ALEJANDRO M. SAFIE MIAMI, FLORIDA	EL SALVADOR	2,000-49.8008% COMMON STOCK
(2)(A)	(2)(B)	(2)(C)
NONE	NONE	NONE

FORM FR Y-6
EXECUTIVE BANKING CORPORATION
FISCAL YEAR ENDING DECEMBER 31, 2012

Report item 4: Insiders

<u>NAME & ADDRESS</u>	<u>(2) PRIN. OCCUPATION IF OTHER THAN BHC</u>	<u>(3) (A) TITLE/POSITION WITH BHC</u>	<u>(3) (B) TITLE/POSITION WITH SUBSIDIARY</u>	<u>(3) (C) TITLE/POSITION WITH OTHER BUSINESSES</u>	<u>(4) (A) % OF VOTING SHARES IN BHC</u>	<u>(4) (B) % OF VOTING SHARES IN SUBSIDIARIES</u>	<u>(4) (C) OTHER COMPANIES IF 25% OR MORE VOTING SECURITIES</u>
CARLOS A. SAFIE-SUCCESSOR TRUSTEE -PREFERRED STOCK MIAMI, FLORIDA	N/A	CHAIRMAN PRESIDENT/CEO	CHAIRMAN/CEO EXECUTIVE NATL. BANK	VICE PRESIDENT/ PRO KNIT INC.	49.8505%-C.STOCK 100% SUCCESSOR TRUSTEE PREFERRED STOCK	N/A	33 1/3% PRO KNIT INC.
DAVID JOHNSON MIAMI, FLORIDA	N/A	SECRETARY	EXECUTIVE EVP/CASHIER EXECUTIVE NATL. BANK	NONE	0	N/A	N/A
ELIAS N. EDE MIAMI, FLORIDA	PRESIDENT	DIRECTOR	DIRECTOR EXECUTIVE NATL. BANK	INTERNATIONAL PRESIDENT EDE MEDICAL CORP.	.0498008%-C.STOCK	N/A	60%-EDE MEDICAL CORPORATION
ALEJANDRO M. SAFIE MIAMI, FLORIDA	BANK OFFICER BANK	SHAREHOLDER	NONE	BANK OFFICER INTERNATIONAL FINANCE BANK	49.8008%-C.STOCK	N/A	N/A
MARIA C. MELENDEZ-ENRIQUEZ MIAMI, FLORIDA	INVESTOR	DIRECTOR	DIRECTOR EXECUTIVE NATL. BANK	EXECUTIVE V.P. AMERICAN GOVERNMENT CERTIFICATES/ AND BIG C. PROPERTIES	.0498008%-C.STOCK	N/A	50% AMERICAN GOVERNMENT CERTIFICATES 50% BIG C. PROPERTIES
ROBERTO ARGUELLO MIAMI, FLORIDA	PRESIDENT	DIRECTOR	DIRECTOR EXECUTIVE NATL. BANK	PRES-CEO ADVISORS, LLC PRES-MILITARY CHESS.COM	.0498008%-C.STOCK	N/A	100%-CEO ADVISORS, LLC 100%-MILITARY CHESS.COM
GEORGE BEFELER MIAMI, FLORIDA	ATTORNEY	DIRECTOR	DIRECTOR EXECUTIVE NATL. BANK	PRES.-GEORGE BEFELER P.A.	.0498008%-C.STOCK	N/A	100%-GEORGE BEFELER, P.A.
GUILLELMO FERNANDEZ QUINCOES MIAMI, FLORIDA	ATTORNEY	DIRECTOR	DIRECTOR EXECUTIVE NATL. BANK	SHAREHOLDER BUCHANAN INGERSOLD PC	.0498008%-C.STOCK	N/A	N/A