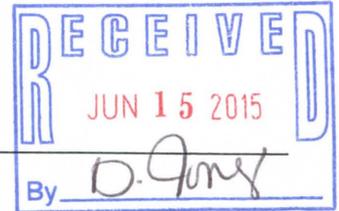


Board of Governors of the Federal Reserve System



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):

12/31/14
 Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, Kerry Mark Westbrook

Name of the Holding Company Director and Official

SVP / CFO

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

Florida Bancshares, Inc.

Legal Title of Holding Company

13315 US HWY 301

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

Dade City FL 33525
 City State Zip Code

N/A

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:

Kerry Mark Westbrook SVP / CFO

Name Title

352-521-6689

Area Code / Phone Number / Extension

352-567-1777

Area Code / FAX Number

kwestbrook@fnbpasco.com

E-mail Address

WWW.Fnbpasco.com

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

Signature of Holding Company Director and Official

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 255240
 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

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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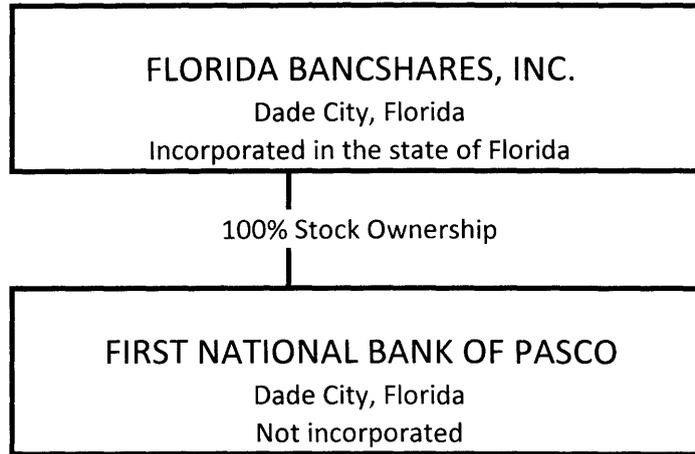
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical Location (if different from mailing address)

FLORIDA BANCSHARES, INC.

ORGANIZATIONAL CHART OF DOMESTIC HOLDINGS



Results: A list of branches for your depository institution: FIRST NATIONAL BANK OF PASCO (ID_RSSD: 82033).
 This depository institution is held by FLORIDA BANCSHARES, INC. (2552400) of DADE CITY, FL.
 The data are as of 12/31/2014. Data reflects information that was received and processed through 04/06/2015.

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)	82033	FIRST NATIONAL BANK OF PASCO	13315 US HIGHWAY 301	DADE CITY	FL	33525	PASCO	UNITED STATES	36055	0	FIRST NATIONAL BANK OF PASCO	82033	
ok		Full Service	948335	SOUTH ZEPHYRHILLS BRANCH	4518 S GALL BLVD	ZEPHYRHILLS	FL	33542	PASCO	UNITED STATES	260258	2	FIRST NATIONAL BANK OF PASCO	82033	
ok		Full Service	2760764	WEST ZEPHYRHILLS BRANCH	37215 STATE ROAD 54 WEST	ZEPHYRHILLS	FL	33542	PASCO	UNITED STATES	260259	3	FIRST NATIONAL BANK OF PASCO	82033	

Florida Bancshares, Inc.
FR Y-6 Report

Report Items:

- 1.a. Florida Bancshares, Inc. is not required to prepare form 10K for the SEC.
- b. Two copies will be sent under separate cover.
2. Organizational Chart attached.
 - a. N/A
 - b. N/A
3. Shareholders
 1. A. P. Gibbs and Sandra G. Gibbs, JT Tenants
Dade City, FL
Common Stock held – 125,350 shares
Percentage – 12.62%
American Citizen

J Lamar Roberts
Zephyrhills, Fl
Common Stock – 54,310
Percentage – 5.47%
American Citizen

Marlene Sumner
Dade City, FL
Common Stock – 56,434
Percentage – 5.68%
American Citizen

Ernest and Jimmie Peoples
Zephyrhills, FL
Common Stock – 74,885
Percentage – 7.54
American Citizen
 2. NA
4. Directors and Officers – see attached

FLORIDA BANCSHARES, INC.

Report Item 4

(-1) Names and Addresses	(-2) Principal occupation If other than with Bank Holding Company	(3a) Title & Position with Bank Holding Company	(3b) Title & Position with subsidiaries (include names of subsidiaries)	(3c) Title & Postion with other businesses (include names of other businesses)	(4a) Percentage of voting shares In bank Holding Company	(4b) Percentage of voting shares in subsidiaries (include names of subsidiaries)	(4c) List of 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.).
R. Duane Anderson Dade City, Fl USA	Retired- Funeral Director	Director	Director- First National Bank of Pasco	None	0.72%	None	None None
A.P. Gibbs Dade City, Fl USA	Retired- Attorney	Director & Chairman	Director & Chairman First National Bank of Pasco	Owner- Seminole Storage A.P. Gibbs, P.A. Gibbs & Parnell, PA	12.62%	None	Owner Seminole Storage 100% A.P. Gibbs, P.A. 100% Gibbs & Parnell, PA 50%
John E. Henson Zephyrhills, FL USA	Certified Public Accountant	Director	Director- First National Bank of Pasco	Owner- John E. Henson, CPA	2.28%	None	Owner- John E. Henson, CPA 100%
Marlene H. Mann Zephyrhills, FL USA	Retired Dental Office Manager	Director	Director- First National Bank of Pasco	None	3.28%	None	None None
Paul P. Midilli San Antonio, FL USA	Realtor Insurance Salesman Citrus Owner	Director- Vice Chairman	Director & Vice Chair First National Bank of Pasco	President- Jovita Insurance, Inc Paul Midilli Realty, Inc Four M Properties, Inc Economy Insurance Mart, Inc. Midilli Enterprises Inc	3.85%	None	President- Jovita Insurance, Inc 100% Paul Midilli Realty, Inc 100% Four M Properties, Inc 100% Economy Insurance 70% Mart, Inc. Midilli Enterprises Inc 14.50%
Ernest L. Peeples Zephyrhills, FL USA	Citrus Grower	Director	Director- First National Bank of Pasco	Owner- Peeple Groves	7.54%	None	Owner- Peeple Groves 100%

Stephen D Carle Zephyrhills, FL USA	Attorney	Director	Director First National Bank of Pasco	Hodges & Carle P.A.	1.78%	None	Hodges & Carle P.A.	100%
Glen Greenfelder Dade City, FL USA	Retired Attorney	Director	Director First National Bank of Pasco	Greenfelder, Mander, Murphy & Dwyer P.A.	0.93%	None	Greenfelder, Mander, Murphy & Dwyer P.A.	25%
Steve Hickman Dade City, FL USA	Banker	President Director	President Director- First National Bank of Pasco	None	2.18%	None	None	None
Kerry M Westbrook Dade City, FL USA	Banker	Treasurer	SVP-CFO First National Bank of Pasco	None	1.02%	None	None	None
Jody Grenville Dade City, FL USA	Banker	Secretary	Asst. to the President First National Bank of Pasco	None	None	None	None	None