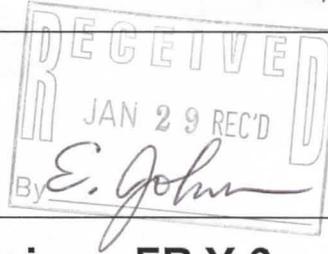


Board of Governors of the Federal Reserve System



# 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 CFR 211.13(c)); and Section 225.5(b) of Regulation Y (12 CFR 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 CFR 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):

12/31/12  
Month / Day / Year

I, Kerry Mark Westbrook  
Name and Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Florida Bancshares, Inc.  
Legal Title of Bank Holding Company

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.

13315 US Hwy 301  
(Mailing Address of the Bank Holding Company) Street / P.O. Box

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 CFR Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Dade City, FL 33525  
City / State / Zip Code

Same  
Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Kerry Mark Westbrook, SVP CFO  
Name / Title

352-521-0141  
Area Code / Phone Number

352-567-1777  
FAX Number

Kwestbrook@fnbpasco.com  
E-mail Address

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

[Signature]  
Signature of Bank Holding Company Director and Official

1/23/13  
Date of Signature

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

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For Federal Reserve Bank Use Only

RSSD Number 2552400

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to

gather and maintain data in the required form and to review instructions and complete the information collection.

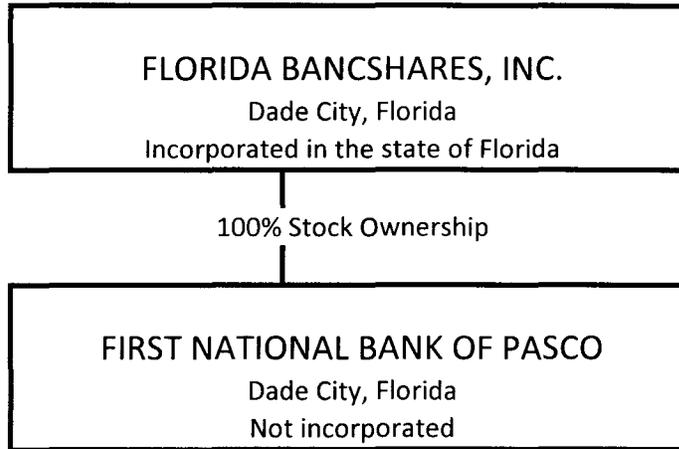
Florida Bancshares, Inc.  
FR Y-6 Report

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 – 11.99%  
American Citizen  
  
J Lamar Roberts  
Zephyrhills, FL  
Common Stock – 54,310  
Percentage – 5.20%  
American Citizen  
  
Marlene Sumner  
Dade City, FL  
Common Stock – 56,434  
Percentage – 5.40%  
American Citizen  
  
Ernest and Jimmie Peeples  
Zephyrhills, FL  
Common Stock – 74,885  
Percentage – 7.17  
American Citizen
  2. NA
4. Directors and Officers – see attached

**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 03/31/2011. Data reflects information that was received and processed through 04/05/2011.

**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

**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**

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 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
OK		Full Service (Head Office)	82033	FIRST NATIONAL BANK OF PASCO	13315 US HIGHWAY 301	DADE CITY
OK		Full Service	2760764	WEST ZEPHYRHILLS BRANCH	37215 STATE ROAD 54 WEST	ZEPHYRHILLS
Change		Full Service	948335	ZEPHYRHILLS BRANCH	4518 S GALL BLVD	ZEPHYRHILLS

*saif*

be valid in the **Effective Date** column.

**Date** column.

- Add.

State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
FL	33525	PASCO	UNITED STATES	36055	0	FIRST NATIONAL BANK OF PASCO	82033	
FL	33541	PASCO	UNITED STATES	260259	3	FIRST NATIONAL BANK OF PASCO	82033	
FL	33541	PASCO	UNITED STATES	260258	2	FIRST NATIONAL BANK OF PASCO	82033	

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	0.68%	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	11.99%	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	2.17%	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	3.12%	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	3.66%	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- Peeples Groves	7.17%	None	Owner- Peeples Groves 100%

Stephen D Carle Zephyrhills, FL USA	Attorney	Director	Director First National Bank of Pasco	Hodges & Carle P.A.	1.14%	None	Hodges & Carle P.A. 100%
Glen Greenfelder Dade City, FL USA	Attorney	Director	Director First National Bank of Pasco	Greenfelder, Mander, Murphy & Dwyer P.A.	0.77%	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	2.07%	None	None None
Kerry M Westbrook Dade City, FL USA	Banker	Treasurer	SVP-CFO First National Bank of Pasco	None	0.97%	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