

Board of Governors of the Federal Reserve System



**Annual Report of Holding Companies—FR Y-6**

MAY 11 2015

**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, 2014**

Month / Day / Year

N/A

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

I, **David K. Maholias**

Name of the Holding Company Director and Official

**President & CEO**

Title of the Holding Company Director and Official

**Reporter's Name, Street, and Mailing Address**

**Gateway Financial Holdings of Florida, Inc.**

Legal Title of Holding Company

**P.O. Box 731619**

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

**Ormond Beach FL 32173**

City State Zip Code

**1950 West Intl Speedway Blvd Daytona Beach FL 32114**

Physical Location (if different from mailing address)

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.

**Person to whom questions about this report should be directed:**

**Tucker A. Lonagabach EVP, CFO & COO**

Name Title

**386-947-5411**

Area Code / Phone Number / Extension

**386-255-3824**

Area Code / FAX Number

**tlonagabach@gatewaybankfl.com**

E-mail Address

**www.gatewaybankfl.com**

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

Signature of Holding Company Director and Official

**05/07/2015**

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 **334 7094**  
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.

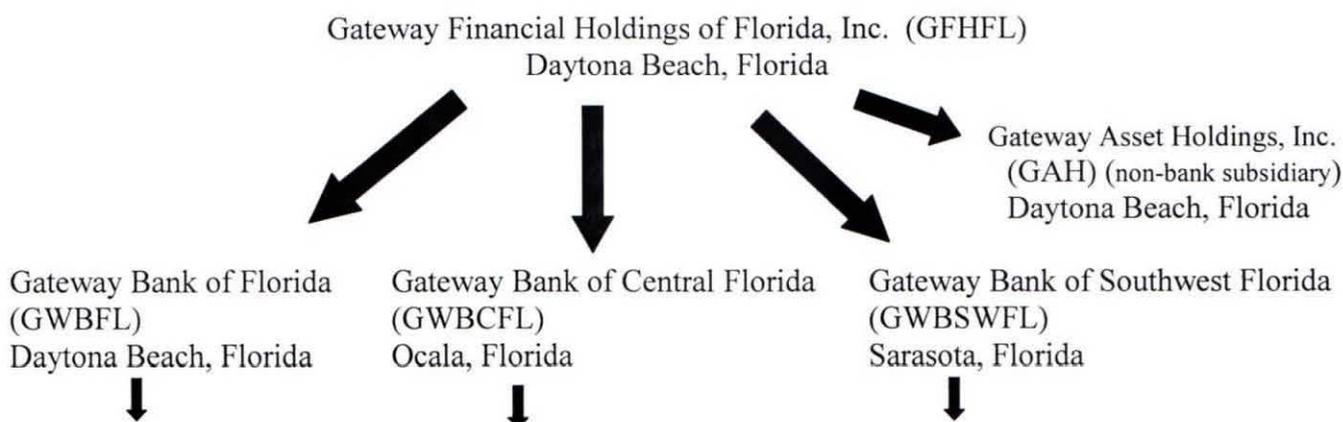
<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p> <hr/>	<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p> <hr/>
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## Item 1: Annual Report to Shareholders

The annual report to shareholders will be sent under a separate cover as indicated on the cover page.

## Item 2a: Organization Chart

Gateway Financial Holdings of Florida, Inc., PO Box 731619, Ormond Beach, Florida, owns and controls 100% of the stock of Gateway Bank of Florida, Gateway Bank of Central Florida, Gateway Bank of Southwest Florida, and Gateway Asset Holdings, Inc., a non-bank subsidiary. The physical headquarters of Gateway Financial Holdings of Florida, Inc., is located at 1950 West International Speedway Boulevard, Daytona Beach, Florida. All entities are incorporated in the state of Florida.



## Item 2b: Domestic Branch Listing

### Three Branches:

1) GWBFL Main Office  
02/14/2007  
1950 W. Int'l Speedway Blvd  
Daytona Beach, Volusia  
FL, United States 32114  
Full Service Branch

2) GWBFL Ormond Beach Branch  
01/26/2006  
112 North Nova Road  
Ormond Beach, Volusia  
FL, United States 32174  
Full Service Branch

3) GWBFL Port Orange Branch  
04/07/2008  
3741 South Nova Road  
Port Orange, Volusia  
FL, United States 32129  
Full Service Branch

### Three Branches:

1) GWBCFL Main Office  
10/14/2008  
1632 East Silver Springs Blvd  
Ocala, Marion  
FL, United States 34470  
Full Service Branch

2) GWBCFL Gainesville Branch  
12/04/2009  
4100 NW 37<sup>th</sup> Place  
Gainesville, Alachua  
FL, United States 32606  
Full Service Branch

3) GWBCFL Alachua Branch  
01/22/2009  
15652 NW Hwy. 441, Unit E  
Alachua, Alachua  
FL, United States 32615  
Full Service Branch

### Three Branches:

1) GWBSWFL Main Office  
10/26/2009  
1100 S. Tamiami Trail  
Sarasota, Sarasota  
FL, United States 34236  
Full Service Branch

2) GWBSWFL Manatee Avenue Branch  
08/27/2008  
2100 Manatee Avenue West  
Bradenton, Manatee  
FL, United States 34205  
Full Service Branch

3) GWBSWFL University Pkwy Branch  
03/12/2009  
6204 N. Lockwood Ridge Road  
Sarasota, Sarasota  
FL, United States 34243  
Full Service Branch

**Item 3: Securities Holders**

(1) No shareholder, directly or indirectly, together with any stock options, owns, controls, or has the power to vote 5% or more of any class of voting securities of the bank holding company as of fiscal year end.

(2) No shareholder, directly or indirectly, together with any stock options, owns, controls, or has the power to vote 5% or more of any class of voting securities of the bank holding company during the fiscal year 2014.

Item 4. INSIDERS

Name		Title or Position			Percentage of voting securities		
City/State	Occupation	In BHC	In Subs	Other Company	In BHC	In Subs	Other Company
Philip T. Fleuchaus Ormond Beach, FL	Retired Oral Surgeon	Chairman	Chairman GWBFL	None	1.69% stock 0.63% options	N/A	None
Timothy Phillips Ormond Beach, FL	P & S Paving	Director	Director GWBFL	P & S Paving Owner	2.01% stock 0.52% options	N/A	50%
Charles S. Lichtigman Ormond Beach, FL	Real Estate Investor/ Manager	Director	Director GWBFL	Charles Wayne Properties Chairman/Owner	1.16% stock 0.57% options	N/A	100%
Sanford Miller Ormond Beach, FL	Investor	Vice Chairman	Vice Chairman GWBFL	Basin Street Partners Managing Partner	1.63% stock 0.60% options	N/A	100%
Robert Dale Ocala, FL	CPA Partner	Director	Chairman GWBCFL	Purvis, Gray and Company, CPA's	0.15% stock 0.24% options	N/A	7.8%
Tom D. Ingram Ocala, FL	Bank Executive Officer CEO	Director	CEO, Director GWBCFL	441 Land Trust Managing Partner	0.69% stock 0.78% options	N/A	25%
David K. Maholias Ormond Beach, FL	Bank Executive Officer President & CEO	Director/Executive Officer	President, CEO, Director GWBFL Director GWBCFL & GWBSWFL Chairman, President, CEO GAH	None	0.19% stock 0.78% options	N/A	None
Tucker A. Longabach Ormond Beach, FL	Bank Executive Officer EVP, CFO & COO	Executive Officer	Executive Officer GWBFL Director, EVP, CFO, COO GAH	None	1.15% stock 0.49% options	N/A	None
Shaun P. Merriman Sarasota, FL	Bank Executive Officer President & CEO	Director	President, CEO, Director GWBSWFL	None	0.60% stock 0.78% options	N/A	None
Charles Bartlett Sarasota, FL	Senior Partner	Director	Director GWBSWFL	Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A. Attorney & Partner  CBF of Venice LLC Co-Manager/ Partner  CBF, LLC c/o Icard, Merrill Et Al Owner  Creekwood Hotel Investors, LLC Co-Manager / Partner	0.52% stock 0.54% options	N/A	6.00%  50%  100%  15%