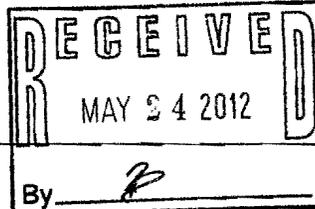


Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6



FR Y-6
OMB Number 7100-0287
Approval expires December 31, 2014
Page 1 of 2

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)). 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 C.F.R. § 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):
December 31, 2011
Month / Day / Year

I. Paula G. Williams, President
Name of the Bank Holding Company Director and Official

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Middle Georgia Corporation
Legal Title of Bank Holding Company
P. O. Box 2
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Ellaville, GA 31806
City State Zip Code
54 East Oglethorpe St., Ellaville, GA 31806
Physical location (if different from mailing address)

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.

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:
Paula G. Williams, President
Name Title
229-937-2002
Area Code / Phone Number / Extension
229-937-5060
Area Code / FAX Number
pgw123@gmail.com
E-mail Address
None
Address (URL) for the Bank Holding Company's web page

Paula G. Williams, President
Signature of Bank Holding Company Director and Official
5/18/12
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

For Federal Reserve Bank Use Only
RSSD ID 1081752
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 Bank Holding Companies

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

CBA Bankshares, Inc.
 Legal Title of Subsidiary Bank Holding Company
 P. O. Box 1128
 (Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
 Americus, GA 31709
 City State Zip Code
 119 North Lee St., Americus, GA 31709
 Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company
 (Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
 City State Zip Code
 Physical location (if different from mailing address)

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 Physical location (if different from mailing address)

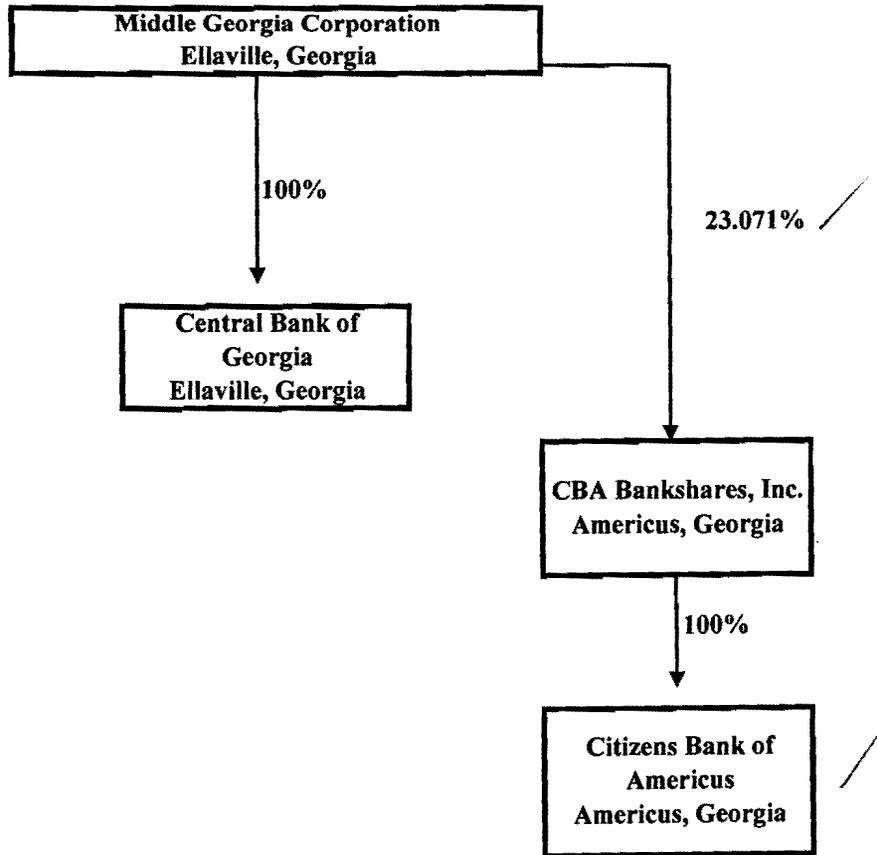
Legal Title of Subsidiary Bank Holding Company
 (Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
 City State Zip Code
 Physical location (if different from mailing address)

Form FR Y-6
Middle Georgia Corporation
Fiscal Year Ending December 31, 2011

Report Item 1: No annual report is prepared

Form FR Y-6
Middle Georgia Corporation
Fiscal Year Ending December 31, 2011

Report Item 2: Organizational Chart



Results: A list of branches for your BHC: **MIDDLE GEORGIA CORPORATION (1081752) of ELLAVILLE, GA.**
The data are as of **06/30/2012**. Data reflects information that was received and processed through 07/05/2012.

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
		Full Service (Head Office)	19936	CITIZENS BANK OF AMERICUS	119 NORTH LEE STREET	AMERICUS	GA	31709	SUMTER	UNITED STATES	9782	0	CITIZENS BANK OF AMERICUS	19936	
		Full Service	18331	TRIPP STREET BRANCH	106 TRIPP STREET	AMERICUS	GA	31709	SUMTER	UNITED STATES	234109	4	CITIZENS BANK OF AMERICUS	19936	
		Full Service	2331173	WAL-MART SUPERCENTER OFFICE	HIGHWAY 28 AND FELDER STREET	AMERICUS	GA	31709	SUMTER	UNITED STATES	234110	6	CITIZENS BANK OF AMERICUS	19936	
		Full Service	773733	PRESTON BR	301 WASHINGTON STREET	PRESTON	GA	31824	WEBSTER	UNITED STATES	13520	5	CITIZENS BANK OF AMERICUS	19936	

**Form FR Y-6
Middle Georgia Corporation
Fiscal Year Ending December 31, 2011**

Report Item 3: Shareholders- CBA Bankshares, Inc.

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2011

(1)(a) Name & Address	(1)(b) County of Citizenship	(1)c Number & percentage of each class of voting securities
James R. Buchanan Americus, GA	USA	15,000 - 5.57% Common Stock ✓
Middle Georgia Corporation Ellaville, GA	USA	76,600 - 23.07% Common Stock ✓
William S. Perry Americus, GA	USA	33,768 - 10.17% Common Stock ✓

(2) (a), (b), (c) N/A (not applicable)

Report Item 3: Shareholders- Middle Georgia Corporation

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2011

(1)(a) Name & Address	(1)(b) County of Citizenship	(1)c Number & percentage of each class of voting securities
P. L. Gill Estate Ellaville, GA	USA	2,231 - 97.808% Common Stock

(2) (a), (b), (c) N/A (not applicable)

REPORT ITEM 4: DIRECTORS AND OFFICERS

CBA Bankshares, Inc.

Following is a list of the principal shareholders, directors, and executive officers of the Company as of December 31, 2011:

4(1) Name and Address	4(3) (a) & (b) Title/Position in Holding Company and Subsidiary	4 (4) (a) Percentage of Voting Shares in Bank Holding Company		4(3) (c) Title/Position in Other Business	4(4) (c) Other Business Number/Percentage of Shares Owned if >25%	4(2) Principal Occupation if Other
James R. Buchanan, Jr. Americus, Georgia	Director & Chairman, CBA Bankshares, Inc.	18,480	5.57%	N/A	N/A	owns/operates pecan orchards
Ben F. Easterlin Atlanta, Georgia	Director, CBA Bankshares, Inc.	15,205	4.58%	N/A	N/A	Attorney
J. Wade Halstead Americus, Georgia	Director, CBA Bankshares, Inc.	15,000	4.52%	N/A	N/A	Retired
James G. Herron Americus, Georgia	Director, CBA Bankshares, Inc.	16,540	4.98%		N/A	Retired
Robert J. Hooks Americus, Georgia	Director, CBA Bankshares, Inc.	15,208	4.58%	Retired Owner of Hooks Insurance Agency	100%	Insurance Agent
Richard A. Whaley Americus, Georgia	Director, CBA Bankshares, Inc. President of CBA Bankshares, Inc. President of Citizens Bank of Americus	2,780	0.84%	President of Citizens Bank of Americus	N/A	N/A
George M. Peagler, Jr. Americus, GA	Director, CBA Bankshares, Inc.	12,307	3.71%	N/A	N/A	Judge, Superior Court
William S. Pery Americus, GA	Director & Secretary, CBA Bankshares, Inc.	33,768	10.17%	President, Pery Bros Oil Company	100% of voting stock 2.19%	Oil Distributor
Louis A Riccardi Americus, GA	Director, CBA Bankshares, Inc.	16,100	4.85%	N/A	N/A	Dentist
Burton A Thomas Americus, GA	Director, CBA Bankshares, Inc.	13,070	3.94%	N/A	N/A	Farmer
Russell Thomas, Jr. Americus, GA	Director, CBA Bankshares, Inc.	15,753	4.74%	N/A	N/A	Retired
Ronnie Greer Americus, GA	Director, CBA Bankshares, Inc.	5,161	1.55%	Owner, Century 21, Americus Georgia	100%	Century 21 Broker
Brent Williams Americus, GA	Director, CBA Bankshares, Inc.	5,068	1.53%	President, Williams Furniture	100%	Furniture Mfg Owner
Middle Georgia Corporation Ellaville, Georgia	Shareholder, CBA Bankshares, Inc.	76600	23.07%	Top Tier Holding Co.	100.00% Central Bank of GA	N/A

Note: Unless otherwise noted, Shareholders, Directors and Officers of the Company are U.S. Citizens

Item 4(4) (b) N/A, all subsidiaries are wholly owned by CBA Bankshares, Inc.

REPORT ITEM 4: DIRECTORS AND OFFICERS

Middle Georgia Corporation

Following is a list of the principal shareholders, directors, and executive officers of the Company as of December 31, 2011:

4(1) Name and Address	4(3) (a) & (b) Title/Position in Holding Company and Subsidiary	4 (4) (a) Percentage of Voting Shares in Bank Holding Company		4(3) (c) Title/Position in Other Business	4(4) (c) Other Business Number/Percentage of Shares Owned if >25%	4(2) Principal Occupation If Other
P. L. Gill Estate Ellaville, Georgia		2,231	97.81%	N/A	N/A	N/A
Paula G. Williams Americus, Georgia	President, Middle Georgia Corp. President & Director, Central Bank of Georgia	-	0.00%	President, Gill Drug Co.	100%	Pharmacist
Debra J. Simmons Ellaville, Georgia	Secretary, Middle Georgia Corp. Lending officer, Central Bank of Georgia	0	0.00%			

Central Bank of Georgia

Following is a list of the principal shareholders, directors, and executive officers of the Company as of December 31, 2011:

4(1)	4(3) (a) & (b)	4 (4) (a)		4(3) (c)	4(4) (c)	4(2)
Paula G. Williams Americus, Georgia	President & Director	-	0.00%	President, Gill Drug Co.	100%	Pharmacist
Joe Waites Milton, Georgia	Acting CEO	-	0.00%	Owner, CECO Mgt. Consultants, LLC	100%	Consultant CECO Mgt. Consultants, LLC
Bobby Miller Ellaville, Georgia	Director	-	0.00%	Owner, Miller's Home & Auto	100%	Operator of Miller's Home & Auto
Wayne Jernigan, Sr. Buena Vista, Georgia	Director	-	0.00%	Attorney, Juvenile Court Judge & Municipal Court Judge	N/A	N/A
William G. Hudson Americus, Georgia	Director	-	0.00%	None	N/A	Retired Banker

Note: Unless otherwise noted, Shareholders, Directors and Officers of the Company are U.S. Citizens

Item 4(4) (b) N/A, all subsidiaries are wholly owned by Middle Georgia Corporation