

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

JUN 30 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, Alfonso Macedo

Name of the Holding Company Director and Official
Director

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
Ocean Bankshares, Inc.

Legal Title of Holding Company

7810 NW 42nd Avenue, Ste 407

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

Miami FL 33196
City State Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Santiago Bravo SVP & Operating CFO

Name Title

305-569-8035

Area Code / Phone Number / Extension

305-569-5284

Area Code / FAX Number

sbravo@oceanbank.com

E-mail Address

Signature of Holding Company Director and Official
03/30/2015

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 11366661
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:
Report items 3 and 4
- 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. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

REVISED
6/30/15

OCEAN BANKSHARES, INC.

Annual Report of Bank Holding Companies FR Y-6
for the year ended December 31, 2014

Report Item 1 : Annual Reports to Shareholders

- ◆ Annual Reports to Shareholders is not prepared.
- ◆ Free-form comparative financial statements are included.

Report Item 2a & b: Organizational Chart

Head Office	Name	Address	Type	City	State	Zip Code
Top-Tier	Ocean Bankshares, Inc	780 NW 42nd Ave		Miami	FL	33126
Bankshares	Ocean Bank	780 NW 42nd Ave	Full Svc	Miami	FL	33126
Ocean Bank	Ocean Title Services, Inc.	780 NW 42nd Ave		Miami	FL	33126
Ocean Bank	Embassy Lakes Branch	2581 Hiatus Road	Full Svc	Cooper City	FL	33325
Ocean Bank	Coral Gables Office	2655 Lejeune Road	Full Svc	Coral Gables	FL	33134
Ocean Bank	Doral Branch	2500 NW 97th Avenue	Full Svc	Doral	FL	33172
Ocean Bank	Downtown Fort Lauderdale Branch	200 NE 3rd Ave	Full Svc	Fort Lauderdale	FL	33301
Ocean Bank	Palm Springs Branch	790 W 49th St	Full Svc	Hialeah	FL	33012
Ocean Bank	West Hialeah Branch	1801 W 4th Ave	Full Svc	Hialeah	FL	33010
Ocean Bank	Taft Branch	6775 Taft St	Full Svc	Hollywood	FL	33024
Ocean Bank	Airport West Branch	7650 NW 25th St	Full Svc	Miami	FL	33122
Ocean Bank	Bird Road Branch	7951 SW 40th St	Full Svc	Miami	FL	33155
Ocean Bank	Brickell Branch	1000 Brickell Avenue	Full Svc	Miami	FL	33131
Ocean Bank	Coral Way Branch	12005 SW 26th St	Full Svc	Miami	FL	33175
Ocean Bank	Downtown Miami Branch	200 SE 1st St	Full Svc	Miami	FL	33131
Ocean Bank	East Kendall Branch	7880 SW 104th St	Full Svc	Miami	FL	33156
Ocean Bank	Kendall Drive Branch	10950 SW Kendall Drive	Full Svc	Miami	FL	33176
Ocean Bank	Miller Branch	14702 SW 56th St	Full Svc	Miami	FL	33175
Ocean Bank	West Branch	6590 SW 8th St	Full Svc	Miami	FL	33144
Ocean Bank	West Flagler Branch	8700 W Flagler St	Full Svc	Miami	FL	33144
Ocean Bank	Miami Beach Branch	501 41st St	Full Svc	Miami Beach	FL	33140
Ocean Bank	Miami Lakes Branch	7455 Miami Lakes Drive	Full Svc	Miami Lakes	FL	33014
Ocean Bank	Weston Branch	2700 S Commerce Pkwy	Full Svc	Weston	FL	33331

- ◆ All companies in items 2a & 2b above were incorporated in the State of Florida.

(Ocean Bankshares, Inc. a one bank holding company owns 100% of the common stock issued and outstanding of Ocean Bank. This is the only subsidiary owned by Ocean Bankshares, Inc. Ocean Bank owns 100% of the common stock issued and outstanding of Ocean Title Services, Inc.

Report Item 3 : Securities Holders

CONFIDENTIAL

Report Item 4 : Insiders

CONFIDENTIAL