



Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6

1085527

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, John O. Burden, Sr

Name of the Bank Holding Company Director and Official

Director and Vice President

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Old Florida Bancshares, Inc

Legal Title of Bank Holding Company

315 East Robinson Street, Suite 100

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

Orlando

FL

32801

City

State

Zip Code

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.

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:

Robert P. Kenney, CPA

EVP/CFO

Name

Title

407-388-6102

Area Code / Phone Number / Extension

407-650-9823

Area Code / FAX Number

bkenney@oldfnb.com

E-mail Address

oldfnb.com

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

Signature of Bank Holding Company Director and Official

03/28/2012

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

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

FR Y-6
Old Florida Bancshares, Inc
Orlando, Florida
Fiscal Year Ending December 31, 2011

Item 1. The bank holding company prepares an annual report for its shareholders.

Item 2a ORGANIZATION CHART

BANK HOLDING COMPANY

Old Florida Bancshares, Inc.
315 East Robinson Street, St 100
Orlando, FL 32801
5,800,112 common shares outstanding
1,168,960 preferred shares outstanding

Old Florida National Bank
315 East Robinson Street, St 100
Orlando, FL 32801
100% owned by Old Florida Bancshares, Inc.

OFBSA, Inc.
315 East Robinson Street, St 100
Orlando, FL 32801
100% owned by Old Florida Bancshares, Inc.

Liberty Bancorp Denning LLC
315 East Robinson Street, St 100
Orlando, FL 32801
100% owned by Old Florida Bancshares, Inc.

840 Denning LLC
315 East Robinson Street, St 100
Orlando, FL 32801
51% owned by Liberty Bancorp, Denning LLC

2.b.

Results: A list of Branches for your FDIC ID. The data are as of 12/31/2011. If any specific information was received and processed through 01/05/2012.

Reconciliation and Inquiries: FDIC ID
 1. In the Data Action column, click on the appropriate link.
 2. If required, enter the file in the Effective Date column.

Account: 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 entry in the Data Action column and the date when the information first became valid in the Effective Date column.
 Delete: If a branch listed was never owned by this reporting institution, enter "Delete" in the Data Action column.
 Add: If a reportable branch is missing, insert a new 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 anything on this list, you may need to adjust your data values in MS Excel. Try using appropriate formatting, date scaling, and/or legal word cases.

Submission Procedures: After you are finished, send a saved copy of your FDIC ID report. See the public instructions on this site for more information. If you are e-mailing this to your FDIC contact, put your institution name, city and state in the subject line of the email.

Note: To satisfy the FDIC ID reporting requirements, you must also submit FDIC ID Domestic Branch Schedules for each branch with a Data Action of "Change," "Delete," "Add," or "Add." The FDIC ID report may be submitted in a hardcopy format or via the FDIC ID On-line application - <http://fdonline.federalreserve.gov>.

* FDIC NUMBER and FDIC OFFICE columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Name	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC Number*	Office Number*	Head Office	Head Office ID	Comment
OK		Full Service (Head Office)	646837 OLD FLORIDA NATIONAL BANK	50 NORTH COLT AVENUE FIRST COR	ORLANDO	FL	32801	ORANGE	UNITED STATES	646837	646837	9	646837	
OK		Full Service	646837 OLD FLORIDA NATIONAL BANK	500 W. GUNBAR AVE	ORLANDO	FL	32714	ORANGE	UNITED STATES	646837	646837	9	646837	
OK		Full Service	4114615 AVONDALE BANK	1420 WEST ORANGE B. BOSSOM PAL	ORLANDO	FL	32714	ORANGE	UNITED STATES	4114615	4114615	9	646837	
OK		Full Service	3919108 INVERNESS OFFICE	1777 WEST MARK STREET	INVERNESS	FL	34450	CITELS	UNITED STATES	3919108	Not Required	Not Required	646837	
OK		Full Service	4224628 LAKE MARY BRANCH	1120 LOMWARK AVENUE SUITE 102	LAKE MARY	FL	34746	FLORIDA	UNITED STATES	4224628	Not Required	Not Required	646837	
OK		Full Service	4111805 LONGWOOD BRANCH	522 NORTH WINDYWAY 17 92	LONGWOOD	FL	32746	FLORIDA	UNITED STATES	4111805	Not Required	Not Required	646837	
OK		Full Service	4114615 COLLEGE PARK BRANCH	548 WEST SMITH STREET	ORLANDO	FL	32804	ORANGE	UNITED STATES	4114615	4114615	9	646837	
OK		Full Service	4114615 DOWNTOWN ORLANDO BRANCH	60 NORTH EDGAR AVENUE	ORLANDO	FL	32801	ORANGE	UNITED STATES	4114615	4114615	9	646837	
OK		Full Service	4114615 METROPOLITAN CT OFFICE	918 SOUTH ORANGE AVENUE	ORLANDO	FL	32806	ORANGE	UNITED STATES	4114615	4114615	9	646837	
OK		Full Service	3547645 WINTER PARK BRANCH	840 W. TENNING DRIVE	WINTER PARK	FL	32789	ORANGE	UNITED STATES	3547645	458766	4	646837	

Shareholders
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Old Florida Bancshares, Inc.
12/31/2011

Item 3

Total common

5,800,112

Name	City	State	Citizenship	# shares	%
C. David Brown	Windermere	FL	U.S.A.	381,177	6.5719%

no other shareholders with 5% or more holding

Old Florida Bancshares, Inc.
Executive Officers and Directors

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As of 12/31/2011

(1) Name, City, State	(2) Principal Occupation if other than with BHC	(3) (a) Title & Position with Old Florida Bancshares	(3)(b) Title & Position with Subsidiary - Old Florida National Bank	(3)(c) Title & Position with Other Businesses (include names of business)	(4)(a) % of 5,800,112 Voting Shs in BHC	(4)(b) % of Voting Shs in Subs	(4)(c) List names of other companies (inc partnerships) if 25% or more of voting securities are held	% Voting Shs
Randy O. Burden Orlando, FL 32806	Bank Officer	Chairman & CEO & Director	Chairman & CEO & Director	N/A	4.31%	N/A		
Jack G. Prevost Orlando, FL 32804	Bank Officer	President & Director	EVP & Director	N/A	0.72%	N/A		
John O. Burden Orlando, FL 32806	Bank Officer	Vice President & Director	President & Director	N/A	0.65%	N/A		
Robert P. Kenney Lakeland, FL	Bank Officer	Treasurer/CFO	EVP/CFO	N/A	0.07%	N/A		
A. David Bates Orlando, FL 32819	Real Estate Investment	Director	Director	President - Republic Properties	4.43%	N/A	Republic Properties	25%
C. David Brown II Windermere, FL 34786	Attorney	Director	Director	Partner - Broad & Cassel	6.57%	N/A	Broad & Cassel - equitable interest of Sr Partner	
James P. Caruso Orlando, FL 32804	Real Estate Investment	Director	Director	President - Pine/loch Management Corp	1.59%	N/A		
Tracy S. Forrest Maitland, FL 32751	Construction	Director	Director	Proprietor - Winter Park Construction	4.72%	N/A	Winter Park Construction	100%
Jeffrey B. Fuqua Orlando, FL 32805	Construction	Director	Director	Proprietor - Amick Construction	4.72%	N/A	Amick Construction	100%
Edward J. Gernits II Crystal River, FL 34428	Construction	Director	Director	CFO - F & H Contracting	0.93%	N/A		
Patrick C. Mathes III Orlando, FL 32809	Management Company	Director	Director	CEO - Mathes Management Enterprises	1.19%	N/A	Mathes Management Enterprises Inc Mathes, Mathes, & Ward Inc	57% 48%
M. Rodney Metz Longwood, FL 32779	Retired	Director	Director		2.73%	N/A	Yendorena LLC	100%
Brian B. Musso Chicago, IL 60606	Hedgefund Manager	Director	Director	N/A	0.29%	N/A		
Samuel D. Oswald Orlando, FL 32806	Accountant	Director	Director	Partner - Oswald and Scott P.A.	3.23%	N/A	Oswald and Scott P.A.	50%
Craig T. Ustler Orlando, FL 32801	Real Estate Ownership and Development	Director	Director	Owner President - Ustler Development, Inc	0.72%	N/A	Ustler Development, Inc Orlando Neighborhood Properties	100% 25%