



FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2015  
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Board of Governors of the Federal Reserve System



# Annual Report of 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 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):

February 21, 2013

Month / Day / Year

I, Zuheir Sofia

Reporter's Name, Street, and Mailing Address

Business Bank of Florida Corp

Legal Title of Holding Company

340 N Harbor City Blvd

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

Melbourne Florida 32935

City State Zip Code

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.

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:

Michelle L. Hepfer Vice President

Name Title

321-253-7418

Area Code / Phone Number / Extension

321-253-2252

Area Code / FAX Number

michelleh@floridabusinessbank.com

E-mail Address

Zuheir Sofia  
Signature of Holding Company Director and Official

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

3/19/2013  
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 335046  
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. 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, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

Top Tier: Reserve Financial Ass. # 3488234

12/2012

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### 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.

Business Bank of Florida Corp  
Legal Title of Subsidiary Holding Company

340 N Harbor City Blvd  
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Melbourne FL 32935  
City State Zip Code

Physical location (if different from mailing address)

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Physical location (if different from mailing address)

Form FR Y-6

Reserve Financial Associates, LLC

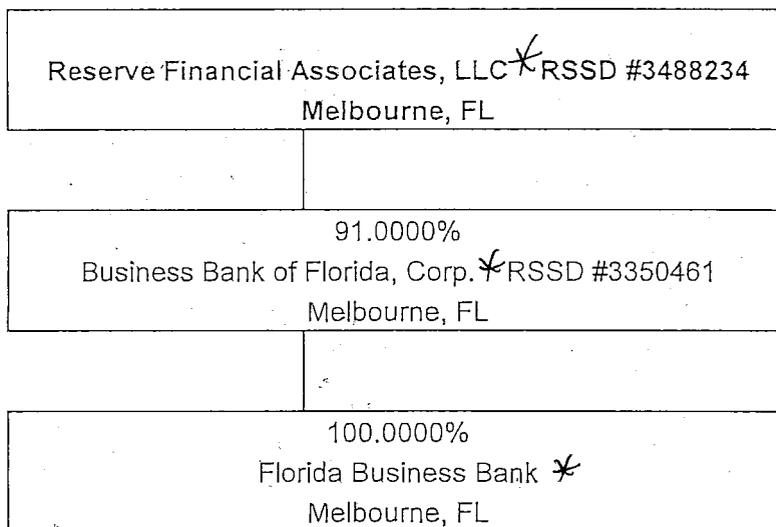
Fiscal Year Ending December 31, 2012

Report Item

- 1: a. The BHC does not file a Form 10-K with the Securities and Exchange Commission
- 1: b. The BHC does prepare an annual report for its shareholders.  
Enclosed are two copies of the annual report.

2a: Organizational Chart

(1)



2b: No Branches in holding co structure

3: Securities Holders  
attached

4: Insiders  
attached

\* Incorporated in Florida

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Reserve Financial Associates LLC  
Fiscal Year Ending December 31, 2012

Report Item 3: Securities holders  
(1)(a)(b)© and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2012.			Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2012.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Skilken Financial LLC Steve Skilken Lynn Skilken Columbus, OH, USA	USA	428,417 shares 42.375%	n/a		
Ogden Capital Phil Milstein New York, NY, USA	USA	428,417 shares 42.375%			
Zuheir Sofia Columbus, OH, USA	USA	154,179 shares 15.250%			

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Business Bank of Florida Corp  
Fiscal Year Ending December 31, 2012

Report Item 3: Securities holders  
(1)(a)(b)© and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2012.			Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2012.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Reserve Financial Associates LLC Melbourne, FL, USA	USA	1,011,013 shares 91.00%	n/a		

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Reserve Financial Associates LLC  
Fiscal Year Ending December 31, 2012

Report Item 4: Insiders  
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation (if other than with Bank Holding Company)	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List 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)
Skilken Financial LLC Steve Skilken (50%) Columbus, OH USA	Real Estate Developer	n/a	n/a	n/a	21.188%	19.28% each of Business Bank of Florida Corp  13.87689	n/a
Skilken Financial LLC Lynn Skilken (50%) Columbus, OH USA	n/a	Principal Shareholder	n/a	n/a	21.188%	19.28% each of Business Bank of Florida Corp	n/a
Ogden Capital Phil Milstein (100%) New York, NY USA	Property Management	n/a	n/a	n/a	42.375%	38.56% of Business Bank of Florida Corp	n/a
Zuheir Sofia Columbus, OH USA	Investment Banker	n/a	Chairman, President, CEO Business Bank of Florida Corp	n/a	15.250%	13.87% of Business Bank of Florida Corp	n/a

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Business Bank of Florida Corp  
Fiscal Year Ending December 31, 2012

Report Item 4: Insiders  
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation If other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) List 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)
Skiken Financial LLO Steve Skiken (50%) Columbus, OH, USA	Real Estate Developer	n/a	n/a	n/a	19.280%	19.28% each of Florida Business Bank	n/a
Skiken Financial LLO Lynn Skiken (50%) Columbus, OH, USA	n/a	Principal Shareholder	n/a	n/a	19.280%	19.28% each of Florida Business Bank	n/a
Ogden Capital Phä Miltstein (100%) New York, NY, USA	Property Management	n/a	n/a	n/a	38.560%	38.56% of Florida Business Bank	n/a
Zuheir Sofka Columbus, OH, USA	Investment Banker	Chairman, President, CEO Treasurer & Secretary Business Bank of Florida Corp	Director Florida Business Bank	n/a	13.870%	13.87% of Florida Business Bank	n/a
William R. Norris Melbourne, FL, USA	n/a	n/a	President & CEO, Director Florida Business Bank	n/a	n/a	n/a	n/a
Andrew C Burke, Jr Rovetty, OH, USA	Banker	Director Business Bank of Florida Corp	Director Florida Business Bank	n/a	n/a	n/a	n/a
Charles J Frazee Melabar, FL, USA	Developer	Director Business Bank of Florida Corp	Chairman, Director Florida Business Bank	n/a	0.33%	0.33% of Florida Business Bank	n/a
Gary B. Frese Melbourne, FL, USA	Attorney	n/a	Director Florida Business Bank	n/a	0.56%	0.56% of Florida Business Bank	Frase & Hansen PA 25% Frowzar LLP 33.3%
John P Genoni Melbourne, FL, USA	Developer	n/a	Director Florida Business Bank	n/a	0.14%	0.14% of Florida Business Bank	n/a
William A Harr Indian Harbour Beach, FL, USA	Physician	n/a	Director Florida Business Bank	n/a	0.89%	0.89% of Florida Business Bank	Dr William Harr DPM PA 100.00%
Thomas L Powers Indian Harbour Beach, FL, USA	Retired	n/a	Director Florida Business Bank	n/a	0.02%	0.02% of Florida Business Bank	n/a
Kenneth A Whittaker Melbourne, FL, USA	CPA	n/a	Director Florida Business Bank	n/a	0.36%	0.36% of Florida Business Bank	CPA Financial Grp 100% Whittaker & Cooper 50%
Jansen Noyes III Greenwich, Conn, USA	Banker	n/a	Director Florida Business Bank	n/a	n/a	n/a	n/a
Susan Thompson Melbourne, FL, USA	Real Estate	n/a	Director Florida Business Bank	n/a	0.31%	0.31% of Florida Business Bank	n/a