

# CenterState

2005 ANNUAL REPORT

E. S. "Ernie" Pinner Chairman, President & Chief Executive Officer

James J. Antal Senior Vice President &

George H. Carefoot Senior Vice President & **Chief Operating Officer** 

**Chief Financial Officer** 

J. Wayne Stewart Senior Vice President & **Corporate Auditor** 

**KPMG LLP** Orlando, Florida

Symbol - CSFL Cusip #15201P 10 9

**Trust Company** 17 Battery Place, NY, NY 10004 212-509-4000

**Continental Stock Transfer &** 

1101 First St. South, Suite 202 Winter Haven, FL 33880 863-293-2600 www.csflbanks.com

Chris Cerniglia Ryan, Beck & Co. 7111 Fairway Dr., Suite 301 Palm Beach Garden, FL 33418 800-793-7226

**Keefe, Bruyette & Woods** 787 7th Avenue, 4th Floor New York, NY 10019

800-221-3246

Eric B. Lawless

James F. Stevens

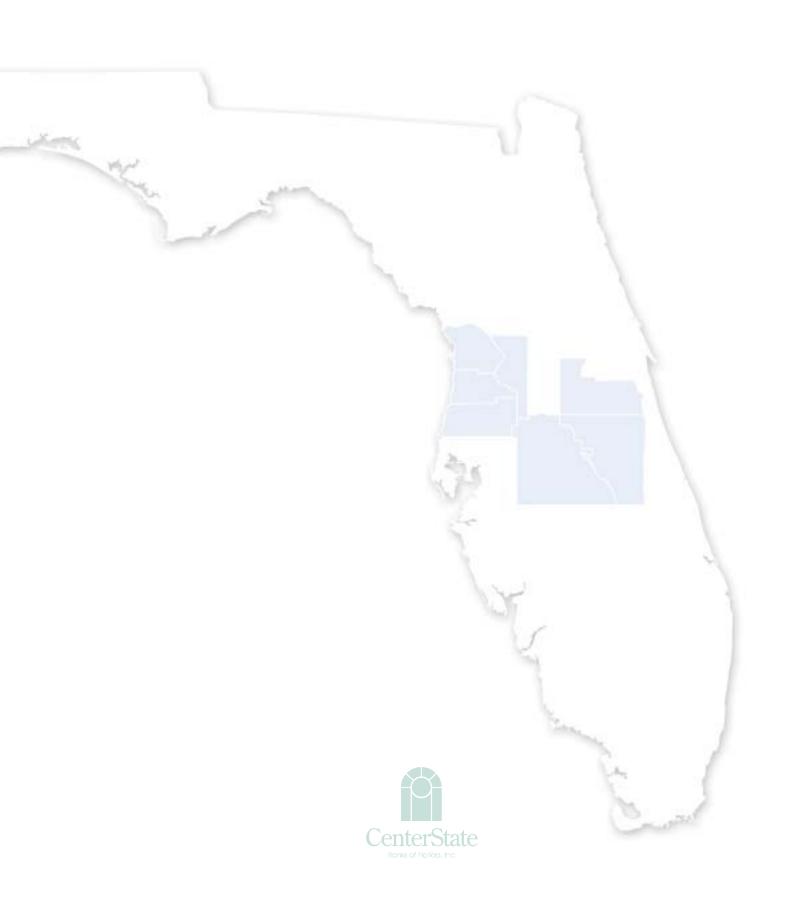
FIG Partners, LLC 100 Colony Square, Suite 2250 1175 Peachtree St., NW Atlanta, GA 30361 866-344-2657

James H. White

CenterState Banks of Florida, Inc. ("Company"), headquartered in Winter Haven, Florida, is a multi bank holding company that was formed as of the close of business June 30, 2000 as part of a merger of three independent commercial banks in Central Florida (First National Bank of Osceola County, CenterState Bank West Florida and First National Bank of Polk County). The Company acquired CenterState Bank of Florida as of the close of business December 31, 2002. In January 2006, First National Bank of Polk County and CenterState Bank of Florida merged with the resulting bank named CenterState Bank of Florida. All banks continue to maintain their separate identities, and operate as wholly owned subsidiaries of the Company.

The Company operates through 26 locations in seven counties throughout Central Florida, providing traditional deposit and lending products and services to its commercial and retail customers. CenterState Processing provides item processing services for the Company's subsidiary banks and is an 80% owned subsidiary.

The 2006 Annual Meeting of the Shareholders will be held on Tuesday, April 25, 2006 at 10:00 a.m. at the Winter Haven Chamber of Commerce 401 Avenue B NW, Winter Haven, Florida 33881.





### Dear Fellow CenterState Shareholders,

As I think back to a year ago, who would have thought we would experience eight moves of the prime rate. However, the prime did move dramatically up throughout the year with prime ending the year at 7.25%. In 2006, the prime has continued to climb with the rate in February being 7.50% and we anticipate another upward move in late March.

Even though we have seen this dramatic upward move in rates, the yield curve has been flattening



with it presently being inverted, the short term rates are higher than the long term rates. The daily Federal Funds rate is now equal to or slightly higher than the 10-year Treasury Note. An inverted yield curve always creates caution and we are very cautious. Yet, the rising rates have been fertile for our bank and we had a banner year!

Our net income of \$6.3 million is almost double the amount we produced in 2004, when we deducted the one-time gain from the sale of two branch offices. We have been able to keep the bank in an asset sensitive mode and the rising rates have been beneficial toward our earnings. Also, we had excellent growth with an almost 15% growth in total assets. The Company ended the year with footings of \$871 million and I am confident we will surpass our target of a billion dollar bank in 2006.

The frenzy in interest rates has kept all of our banks very active, yet we have accomplished several major goals throughout the year. A major accomplishment became final in late June when we closed our public offering of over \$35 million. The guidance of our investment bankers - Keefe, Bruyette and Woods, along with Robinson Humphrey, created a very smooth process of strengthening our capital base. We now are in an enviable position of being able to continue taking advantage of the growth market in Central Florida. It is also very gratifying to witness the capital markets being pleased with our stock. The price was \$32.50 per share at the close of the offering but now is in the \$38.00 per share range.

Our asset growth will be augmented in late March of this year when we finalize our merger with the Lake County bank. The shareholders of both banks are scheduled for meetings in March to approve the CenterState Bank of Mid Florida located in Lake County to become part of our Company. This transaction will establish us in eight counties of Central Florida with 29 branch offices.

During the very busy fourth quarter of 2005, we began the merger process of two of our banks, First National Bank of Polk County and CenterState Bank, both located in Polk County. Their successful history of growth created a situation where their markets were overlapping and it logically warranted the combining of the two banks. In January of 2006, we finalized this merger and now have one large bank in Polk County with 12 offices.

During the whirlwind of activity in 2005, we were only able to establish one new de novo branch. We opened a temporary office in Crystal River and are presently beginning the process of a new, large facility to house the new branch. We were able to move our temporary facility in Lake Wales, which opened in 2004, to their new permanent office in the heart of Lake Wales.

Our vision of expanding our footprint throughout the center part of the state continues this year as we have three new offices scheduled to open in 2006; two in Polk County and one in Osceola County. We also have three additional sites land banked in the western portion of our market which we will be able to grow into within the next couple of years.

We believe there is value in all of our customers knowing where we are located so as to better serve their needs. One way of accomplishing this is name recognition. The Community National Bank of Pasco County changed its name during 2005, and is now known as CenterState Bank West Florida located in Pasco, Citrus, Hernando and Sumter Counties.

" Quality and valuing the customer is the backbone of our business model."

E. S. "Ernie" Pinner Chairman, President and CEO

The four banks soon to be the core of our company will all be known as CenterState Banks. We also identified our subsidiaries as CenterState Companies; our check processing center is now called CenterState Processing; our real estate mortgage operation is titled CenterState Home Loans and our financial investment operations is known as CenterState Financial Services. We want our customers to realize we are in the "center" of all financial services.

Earlier I mentioned the need for caution and we have been very cautious regarding asset quality. Even though extremely busy, the quality of our assets remains very sound. Total non-performing assets are still low at 0.18% of total assets and our net charge-offs are very respectable at only 0.05% of total loans.

This past year was a very active year. The fast pace set by the changing rates coupled with our dynamic market kept us all in a race. Yet, we know and believe the real race is not running off and leaving our customers. No matter the speed of the economy, volatile interest rates or hectic growth, we will always pace ourselves as a small community bank focused on delivering high-touch personal service. Quality and valuing the customer is the backbone of our business model.

As always, thank you for your confidence in our bank.



I remain Yours truly,

E. S. Pinner

Chairman, President and CEO

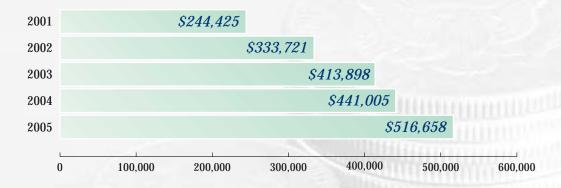
### **CSFL Executive Management Team**

Left to right: John C. Corbett (President & CEO, CenterState Bank of Florida), James "Bud"

S. Stalnaker, Jr. (President & CEO, CenterState Bank West Florida), Thomas E. White (President & CEO, First National Bank of Osceola County), E. S. "Ernie" Pinner (Chairman, President & CEO, CenterState Banks of Florida, Inc.), James J. Antal (SVP & Chief Financial Officer, CenterState Banks of Florida, Inc.), and George H. Carefoot (SVP & Chief Operating Officer, CenterState Banks of Florida, Inc.).

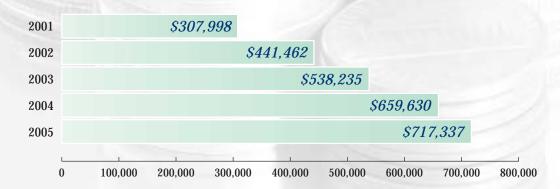
#### **TOTAL LOANS**

(at December 31 in thousands of dollars)



#### **TOTAL DEPOSITS**

(at December 31 in thousands of dollars)



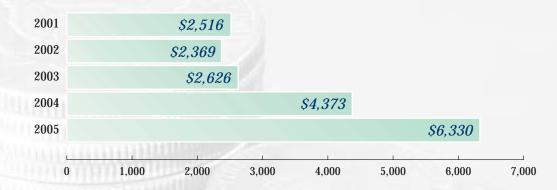
#### **TOTAL ASSETS**

(at December 31 in thousands of dollars)



#### **NET INCOME**

(at December 31 in thousands of dollars)



#### DILUTED EARNINGS PER SHARE



## DIVIDENDS DECLARED PER SHARE



"No matter the speed of the economy, volatile interest rates or hectic growth, we will always pace ourselves as a small community bank focused on delivering high-touch personal service."

E. S. "Ernie" Pinner
Chairman, President and CEO

# C O N S O L I D A T E D

(Amounts in thousands except ratios and per-share data)

### FINANCIAL HIGHLIGHTS

Years ended December 31	2005	2004	% Change
Earnings		~~~ <u>~</u>	,, J
Net interest income	\$28,544	\$21,214	34.6%
Provision for loan losses	1,065	1,270	(16.1)
Non-interest income	5,380	4,932	9.1
Gain of sale on branches	0	1,844	N/A
Non-interest expense	22,805	19,780	15.3
Income tax expense	3,724	2,567	45.1
Net income	\$ 6,330	\$4,373	44.8%
At December 31			
Assets	\$871,521	\$753,779	15.6%
Earning assets	788,476	695,214	13.4
Loans	516,658	441,005	17.2
Allowance for loan losses	6,491	5,685	14.2
Deposits	717,337	659,630	8.7
Shareholders' equity	97,241	57,664	68.6
Averages for December 31			
Assets	\$808,177	\$673,669	20.0%
Earning assets	744,298	618,589	20.3
Loans	482,819	421,229	14.6
Deposits	678,149	584,442	16.0
Per Common Share			
Net income (diluted)	\$1.31	\$1.14	14.9%
Book value	18.52	14.17	30.7
Cash dividends declared	0.26	0.24	8.3
Market Price			
Close	\$34.50	\$32.00	
High	40.85	34.60	
Low	29.82	18.80	
20.1	20.02	10.00	
Significant ratios			
Return on average assets	0.78%	0.65%	
Return on average equity	8.11	8.52	
Dividend payout	19	21	
Average equity to average assets  Total risk-based capital ratio	9.66 19.23	7.62 14.61	
Allowance for loan loss %	1.26	1.29	
Net chargeoffs to average loans	0.05	0.07	
Net interest margin	3.84	3.43	
	0.01	3,10	

#### ENTERSTATE

#### BANKS OF

## **CenterState** Bank of Florida

CenterState's largest bank, CenterState Bank of Florida, was formed in January 2006 through a merger with CenterState Bank and First National Bank of Polk County. The new bank named CenterState Bank of Florida unites the best business philosophies and banking practices of both institutions in order to offer the ultimate service to their customers. Both institutions have built their reputations as locally owned community banks providing products and services offered by the larger regional banks, but retaining the personal touch of a hometown business. Their twelve locations in Polk County, Florida serve some of the fastest growing sections of the I-4 corridor. Combined, CenterState Bank of Florida ended the year with almost \$355 million in assets and earnings of over \$2.7 million a 77% increase over 2004.



#### **Executive Management Team**

Left to right: Jennifer Ison (VP & Chief Operations Officer), Robert E. Dodd (SVP & Chief Credit Officer), John C. Corbett (President & CEO), Stephen D. Young (SVP & Chief Financial Officer), and Joyce Lovelace (SVP & Chief Retail Officer).

Winter Haven. Florida

Assets: \$354,542,000

Net Income: \$2,711,000



Winter Haven, FL 33880

(863) 291-3900

George H. Carefoot

Chairman

CenterState Bank of Florida

E. S. "Ernie" Pinner

Chairman, President & CEO CenterState Banks of Florida, Inc.

**Bruce A. Davis** 

President

Bruce A. Davis & Associates, Inc.

**Terry W. Donley** 

President, Donley Citrus, Inc.

Frank M. Foster, Jr.

Private Investor

Bruce B. Ingram

President, Ingram Grove Services, Inc.

Timothy A. Irby

Partner, Town & Country Real Estate

Jack A. Kuder

Citrus Grower

Charlie N. Long, Jr.

Central Park and Central Park II

Edward D. Mathews

Mathews Management, Inc.

Lawrence W. Maxwell

Chairman, Century Realty Funds, Inc.

Louis W. McKnight

President

Holly Hill Fruit Products Co., Inc.

Thomas E. Oakley

President, Oakley Groves, Inc.

William K. Pou, Jr.

Executive VP of Retail Operations W. S. Badcock Corp.

William C. Reynolds

President & CEO

CRF Communities/RV Park Division

J. Thomas Rocker

Investor

Joy C. Sims

Community Leader

Rodney M. Surrency

Rod M. Surrency & Co., CPA's, P.A.

John C. Corbett

President & CEO

CenterState Bank of Florida

# CENTERSTATE BANKS OF FLORIDA

#### Board of Directors

E. S. "Ernie" Pinner Chairman, President & CEO CenterState Banks of Florida, Inc.

O. Sam Ackley
President
Diversified Payment Solutions

James C. Chapman
Owner
Double C Bar Ranch

**Bryan W. Judge, Jr.** *Owner & CEO Judge Farms* 

Danny L. Lackey General Manager Bronson's Partnership

> Sara S. Lewis St. Cloud Travel

Samuel L. Lupfer, IV

Division President

Bouchard Insurance

Charles H. Parsons
President
Charles H. Parsons Architect, P.A.

E. Hampton Sessions
Director of Radiology
Colombia Medical Center
of Osceola

Larry W. Walter
President & CEO
Hanson, Walter & Associates, Inc.

Thomas E. White President & CEO First National Bank of Osceola County



#### **Executive Management Team**

Left to right: Thomas E. White (President & CEO), Charlie Rogers (VP & Business Development Officer), W. Lee Mikell (SVP & Cashier), Karen Giel (VP of Lending), and James W. Burns (SVP & Branch Coordinator).

## First National Bank of Osceola County

First National Bank of Osceola County, CenterState's second largest bank, is based in Kissimmee, Florida. FNB has been serving customers in the rapidly growing metropolitan Orlando area since 1989. The bank's six locations are located in the heart of Orange and Osceola Counties which are two of the fastest growing counties in the state. FNB ended the year with \$271 million in assets which represents a 21% increase over year-end 2004. FNB increased earnings 76% compared to 2004.

Kissimmee, Florida

Assets: \$271,179,000 Net Income: \$2,266,000



# CENTERSTATE BANKS OF FLORIDA

## CenterState Bank West Florida

CenterState Bank West Florida. CenterState's most profitable bank, is headquartered in Zephyrhills, Florida. With eight branches, including its headquarters, the bank serves individual and business customers in Pasco. Sumter, Hernando, and Citrus counties. During 2005, the bank opened a new temporary facility in Crystal River, Florida. The bank also continues to see significant growth. CenterState Bank West Florida ended the year with \$247 million in assets which represents a 19% increase over year-end 2004. CenterState Bank West Florida increased normalized earnings 106% compared to 2004.



#### **Executive Management Team**

Left to right: James "Bud" S. Stalnaker, Jr.

(President & CEO), Melissa Wade (SVP &
Operations Officer), Earl H. Young

(Executive Vice President), and Mike Ward

(SVP & Chief Financial Officer).

Zephyrhills, Florida

Assets: \$247,553,000

Net Income: \$2,583,000



6930 Gall Boulevard

Zephyrhills, FL 33542

(813) 783-8122

#### Board of Directors

E. S. "Ernie" Pinner
Chairman, President & CEO
CenterState Banks of Florida, Inc.

James H. Bingham
President
Concire Centers, Inc.

G. Robert Blanchard, Sr. *Investor* 

**G. Robert Blanchard, Jr.**President
W.R.B. Enterprises, Inc.

Pavitar S. Cheema Urologist Pavitar S. Cheema, M.D., P.A.

Emory Guess
Owner/Broker
Emory Guess Realty

Larry S. Hersch
Owner
Larry S. Hersch, P.A. (law firm)

Carol Madill Lockey
Real Estate Investor

Jean M. Murphy Retired Travel Agent & Real Estate Agent

Ronald Oakley Vice President & Secretary Oakley Groves, Inc.

James "Bud" S. Stalnaker, Jr.
President & CEO
CenterState Bank West Florida

CONSOLIDATING BALANCE SHEET
For the year ended December 31, 2005 (in thousands of dollars, except per share data)

Assets Cash and the from banks Cash and due from banks Investment securities, available for sale, at fair value Less allowance for loan losses  Net Loans  Net Loans  Net Loans  Net Loans  Premises and equipment Accrued interest receivable Investment in subsidiaries Core deposit intangible Cododwill Code deposit intangible Code deposit intan	\$6,125 10,683 37,379 113,388 (1,307) 112,081 6,854 797 120 0 603 4,675 479 1,512 1,513	\$3,850 	\$140 	\$(3,990) (2,516) (2,516) (- - - (66,451)	\$41,949 52,977 218,841
140,371   186,295   1.520   1.520   1.521   1.023	113,388 (1,307) 112,081 6,854 797 120 0 603 4,675 479 1,512 139 1,512 139 2,839 28,339 28,339 45,054	65,971 65,971 0 (20) (20) — — — 436 37,000 8107,729	293 (31)		
ed 11,211 1,035 1,023 1,023 1,023 1,023 1,023 1,023 1,023 1,023 1,023 1,023 1,023 1,023 1,023 1,023 1,024 0 0 0 0 0 0 0 1,511	6,854 797 120 0 603 4,675 479 1,512 139	92 65,971 0 (20) (20) — — 436 8107,729	293		$ \begin{array}{c} 516,658 \\ (6,491) \\ \hline 510,167 \end{array} $
shareholders' Equity  est bearing  est bearing  starting  starting	\$48,525 21,254 5,230 28,339 45,054 <b>148,402</b>	<b> </b>	8627	(152) (37,000) 8(110,109)	28,909 3,610 0 0 2,712 4,675 479 6,043 1,159 0 \$871,521
est bearing 881,756 \$39,361  21,439 22,825  20,439 14,077  20,654 27,222  79,102 107,107  219,180 210,592 1.	\$48,525 21,254 5,230 28,339 45,054	» 			
agreements to repurchase 25,613 4,476 — —		0	s 0	\$(3,991) - (2,516) - (6,507)	\$219,444 89,309 47,350 96,082 265,152 717,337
Corporate debentures	7,087 - 8,000 169 164,268	10,000 		- (37,000) (152) (43,659)	41,811 1,000 10,000 0 582 3,430 774,160
Minority interest Stockholders' equity: Preferred stock, S.01 par value; 5,000,000 shares authorized 0 shares issued and 0 shares outstanding Common stock, S.01 par value; 20,000,000 shares authorized 2,556 2,436 2,438	2,000	25	1 11	120	120
5,250,386 shares issued and outstanding at December 31, 2005       7,045       5,998       5,220         Additional paid-in capital in excess of par Accumulated other comprehensive income (loss)       (623)       (194)       (521)         Retained earnings       8,309       10,097       5,970         Total Stockholders' Equity       13,167	$   \begin{array}{c}     10,930 \\     (428) \\     \hline     1,677 \\     \hline     17,179   \end{array} $	75,001 (1,766) 23,954 <b>97,241</b>	009	(29,793) 1,766 (26,053) ( <b>66,570</b> )	75,001 (1,766) 23,954 <b>97,241</b>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$181,447	8107,729	\$627	8(110,109)	\$871,521

CONSOLIDATING STATEMENT OF OPERATIONS For the year ended December 31, 2005 (in thousands of dollars)

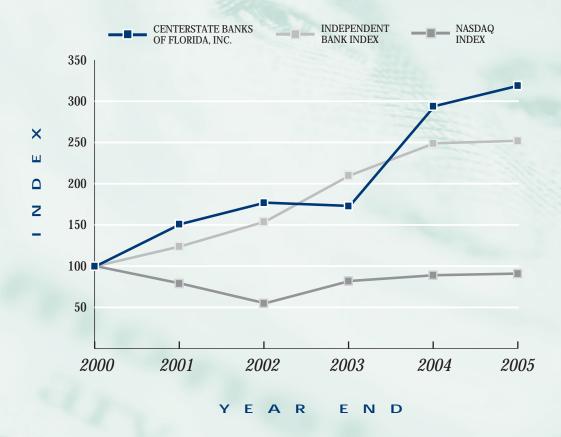
	FNB/ OSCEOLA	CSB/ WEST FL	FNB/ POLK	CSB/ FLORIDA	PARENT COMPANY	CENTERSTATE PROCESSING	CONSOLIDATING ENTRIES	CONSOLIDATED
Interest Income								
Loans	\$8,732	\$12,261	\$4,897	\$6,634	» «	\ \$	\ \$	\$32,524
Investment securities	1,768	654	2,488	1,185	9	I	1	6,101
Federal funds sold and money market	805	483	141	232	1	ı	(17)	1,641
Total Interest Income	11,302	13,398	7,526	8,051	9		(17)	40,266
Interest Expense								
Deposits	2,790	4,172	1,249	1,817	1	I	(17)	10,011
Securities sold under agreements to repurchase	491	80	238	204	1	I	I	1,013
Corporate debentures	ı	I	1	1	289	I	ı	682
Fed Funds and FHLB advances	0	0	9	10	1	1		16
Total Interest Expense	3,281	4,252	1,493	2,031	682		(17)	11,722
NET INTEREST INCOME	8,021	9,146	6,033	6,020	(929)	I	1	28,544
Provision for loan losses	165	480	0	420	1	1		1,065
NET INTEREST INCOME AFTER PROVISION								
FOR LOAN LOSSES	7,856	8,666	6,033	5,600	(676)	1		27,479
Non-Interest Income								
Service charges on deposit accounts	1,231	795	786	410	1	I	I	3,222
Other service charges and fees	526	656	317	673	7,576	892	(8,482)	2.158
Total Non-Interest Income	1,757	1,451	1,103	1,083	7,576	892	(8,482)	5,380
Non-Interest Expense								
Salaries, wages and employee benefits	2,917	3,248	2,376	2,750	1,007	325	I	12,623
Occupancy expenses	897	761	518	561	99	55	(42)	2,780
Depreciation of premises and equipment	353	504	300	374	17	94	1	1,642
Other operating expenses	1,848	1,474	1,369	1,282	213	418	(844)	5,760
Total Non-Interest Expense	6,015	5,987	4,563	4,967	1,303	892	(922)	22,805
Income before provision for income taxes	3,598	4,130	2,573	1,716	5,597	l	(2,560)	10,054
Provision for income taxes	1,332	1,547	951	627	(733)			3,724
NET INCOME	\$2,266	\$2,583	\$1,622	\$1,089	\$6,330	s	8(7,560)	\$6,330

## **Performance Graph**

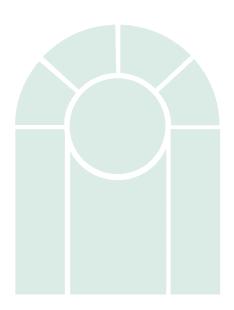
The shares of the Company's common stock commenced trading on the OTC Bulletin Board on January 26, 2001 and on the Nasdaq National Market System on February 20, 2001. The following graph compares the yearly percentage change in cumulative shareholder return on the Company's common stock, with the cumulative total return of the NASDAQ stock index and The Carson Medlin Company's Independent Bank Index, since January 1, 2001 (assuming a \$100 investment on January 1, 2001 and reinvestment of all dividends).

#### CenterState Banks of Florida, Inc.

**Stock Performance Index** 



	1/1/2001	12/31/2001	12/31/2002	12/31/2003	12/31/2004	12/31/2005
CenterState Banks of Florida, Inc.	100	151	177	173	293	319
Independent Bank Index	100	124	154	210	249	252
Nasdaq Index	100	79	55	82	89	91



## BOARD OF DIRECTORS



E. S. "Ernie" Pinner Chairman, President & CEO



G. Robert Blanchard, Jr. *President, W.R.B. Enterprises, Inc.* 



James H. Bingham President, Concire Centers, Inc.



Terry W. Donley President, Donley Citrus, Inc.



Bryan W. Judge, Jr.
Owner & CEO, Judge Farms



Samuel L. Lupfer, IV

Division President, Bouchard Insurance



Lawrence W. Maxwell Chairman, Century Realty Funds, Inc.



G. Tierso Nunez, II

Owner, G.T. Nunez & Associates, P.A.



Thomas E. Oakley President, Oakley Groves, Inc.



J. Thomas Rocker Investor