



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):

December 31, 2015

Month / Day / Year

None

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, **John A. Fisher**

Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official

Stark Bank Group Ltd.

Chief Executive Officer & President

Legal Title of Holding Company

Title of the Holding Company Director and Official

1207 Central Avenue

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.

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

Fort Dodge

IA

50501

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:

Amy Bocken

Chief Accounting Officer

Name

Title

515-955-0662

Area Code / Phone Number / Extension

515-573-7641

Area Code / FAX Number

amy.bocken@1934.bank

E-mail Address

www.1934.bank

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

Signature of Holding Company Director and Official

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
 C.I.

1207431

Does the reporter request confidential treatment for any portion of this submission?

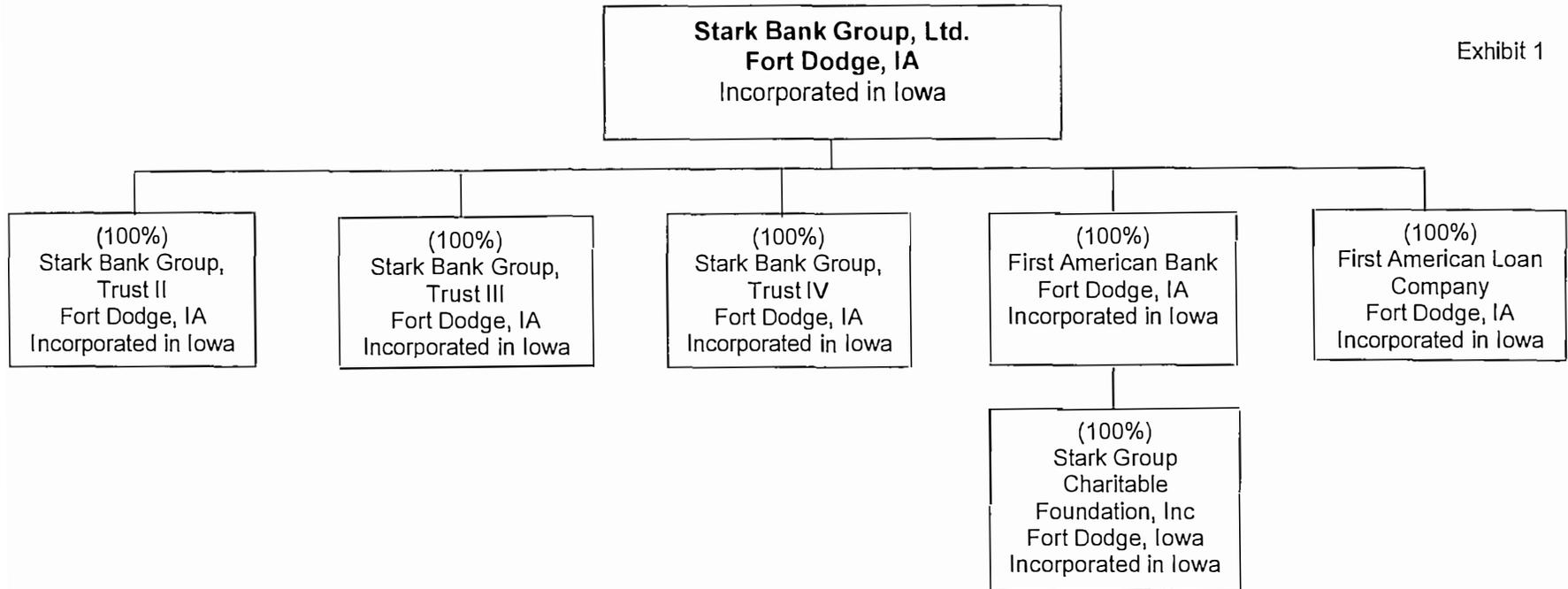
Yes Please identify the report items to which this request applies:

- 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

Organizational Chart

Exhibit 1



**All entities listed above do not possess a Legal Entity Identifier (LEI).

Results: A list of branches for your depository institution: **FIRST AMERICAN BANK (ID_RSSD: 653648)**.
 This depository institution is held by **STARK BANK GROUP, LTD. (1207431)** of FORT DODGE, IA.
 The data are as of **12/31/2015**. Data reflects information that was received and processed through **01/07/2016**.

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
OK		Full Service (Head Office)	653648	FIRST AMERICAN BANK	1207 CENTRAL AVENUE	FORT DODGE	IA	50501	WEBSTER	UNITED STATES	9265	0	FIRST AMERICAN BANK	653648	
OK		Full Service	3287491	CAPE CORAL BRANCH	804 CAPE CORAL PARKWAY EAST	CAPE CORAL	FL	33904	LEE	UNITED STATES	430282	25	FIRST AMERICAN BANK	653648	
OK		Full Service	3619962	FORT MYERS BRANCH	9311 COLLEGE PARKWAY	FORT MYERS	FL	33919	LEE	UNITED STATES	361002	22	FIRST AMERICAN BANK	653648	
OK		Full Service	3956564	NAPLES - PINE RIDGE	3360 PINE RIDGE ROAD	NAPLES	FL	34109	COLLIER	UNITED STATES	493112	27	FIRST AMERICAN BANK	653648	
OK		Full Service	2558176	NAPLES BRANCH	3701 TAMIAMI TRAIL	NAPLES	FL	34103	COLLIER	UNITED STATES	57047	21	FIRST AMERICAN BANK	653648	
OK		Full Service	2941536	AMES DUFF BRANCH	1530 SOUTH DUFF	AMES	IA	50010	STORY	UNITED STATES	360093	11	FIRST AMERICAN BANK	653648	
OK		Full Service	3309535	ANKENY BRANCH	2010 NORTH ANKENY BOULEVARD	ANKENY	IA	50023	POLK	UNITED STATES	442435	18	FIRST AMERICAN BANK	653648	
OK		Full Service	2941545	CLIVE BRANCH	12333 UNIVERSITY AVENUE	CLIVE	IA	50325	POLK	UNITED STATES	360094	12	FIRST AMERICAN BANK	653648	
OK		Full Service	637040	BEAVERDALE BRANCH	2805 BEAVER AVENUE	DES MOINES	IA	50310	POLK	UNITED STATES	10959	13	FIRST AMERICAN BANK	653648	
OK		Full Service	666040	S.W. NINTH BRANCH	4729 SOUTHWEST 9TH	DES MOINES	IA	50315	POLK	UNITED STATES	11805	14	FIRST AMERICAN BANK	653648	
OK		Full Service	2091703	CROSSROADS BRANCH	114 NORTH 27TH STREET	FORT DODGE	IA	50501	WEBSTER	UNITED STATES	232168	3	FIRST AMERICAN BANK	653648	
OK		Full Service	3309544	IOWA CITY BRANCH	640 HIGHWAY 1 WEST	IOWA CITY	IA	52246	JOHNSON	UNITED STATES	466377	26	FIRST AMERICAN BANK	653648	
OK		Full Service	744041	JEWELL BRANCH	702 MAIN STREET	JEWELL	IA	50130-200	HAMILTON	UNITED STATES	8728	9	FIRST AMERICAN BANK	653648	
OK		Full Service	2101095	ROLAND BRANCH	120 NORTH MAIN	ROLAND	IA	50236	STORY	UNITED STATES	242069	8	FIRST AMERICAN BANK	653648	
OK		Full Service	2769039	SIOUX CITY BRANCH	1380 HAMILTON BOULEVARD	SIOUX CITY	IA	51103	WOODBURY	UNITED STATES	75640	16	FIRST AMERICAN BANK	653648	
OK		Full Service	491943	URBANDALE BRANCH	7031 DOUGLAS AVENUE	URBANDALE	IA	50322	POLK	UNITED STATES	14206	15	FIRST AMERICAN BANK	653648	
OK		Full Service	2480503	WAUKEE BRANCH	45 NORTH WARRIOR LANE	WAUKEE	IA	50263	DALLAS	UNITED STATES	56843	20	FIRST AMERICAN BANK	653648	
OK		Full Service	499248	WEBSTER CITY BRANCH	635 FIRST STREET	WEBSTER CITY	IA	50595	HAMILTON	UNITED STATES	2988	6	FIRST AMERICAN BANK	653648	

Stark Bank Group, Ltd.
Fort Dodge, Iowa
FR Y-6
Report Items
December 31, 2015

1. Annual Reports to Stockholders:

Although Stark Bank Group, Ltd. is not registered with the Securities and Exchange Commission; we do prepare an annual report for our shareholders. One copy of the annual report to our shareholders is enclosed.

2a. Organizational Chart:

See "Exhibit 1"

2b. Branch Verification:

Domestic branch listing provided to the Federal Reserve via email on February 29, 2016.

3. Shareholders:

(1) Stark Bank Group, Ltd. has only one class of common stock. As of December 31, 2015, there were two shareholders of record and beneficially who owned more than five percent (5%) of the outstanding shares of common stock of Stark Bank Group, Ltd and eight shareholders who have familial relationships to those two shareholders as defined by FRY-6 instructions. Details are as follows:

Name	Relationship	Address (City and State)	Country or Citizenship	Number of Shares	Percentage
C. Richard Stark, Jr.		Boca Raton, Florida	United States	916,903 *	66.30%
Joan Stark	Spouse	Boca Raton, Florida	United States	194,273	14.05%
Kristin Stark Revocable Trust, Richard Stark Trustee	Daughter	Urbandale, Iowa	United States	6,254	0.45%
Jennifer Stark Revocable Trust, Richard Stark Trustee	Daughter	Ames, Iowa	United States	6,254	0.45%
Mary Stark Revocable Trust, Richard Stark Trustee	Daughter	Ames, Iowa	United States	6,254	0.45%
Stephanie Stark Revocable Trust, Richard Stark Trustee	Daughter	Urbandale, Iowa	United States	6,254	0.45%
Natalie Stark Revocable Trust, Richard Stark Trustee	Daughter	Webster City, Iowa	United States	6,254	0.45%
Elizabeth Kyle	Sister	Argyle, Texas	United States	100	0.01%
Graham Kyle	Brother-in-law	Argyle, Texas	United States	72	0.01%
Catherine Nedved	Sister	Webster City, Iowa	United States	150	0.01%

*Includes outstanding 105,263 stock options granted to C. Richard Stark, Jr. all of which were exercisable as of 12/31/15.

(2) N/A

Stark Bank Group, Ltd.

Fort Dodge, Iowa

Item 4

List of Insiders and Their Related Interests

December 31, 2015

Name/Address (City/State) (1)	Principal Occupations if Other than with Company (2)	Title or Position With: (3)			(4) Percentage of Stock Owned or Controlled			
					Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Any Other Business Company with 25% Control (c)	
		Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Other Business Company (c)	%	%	Name of Company or Partnership	%
C. Richard Stark, Jr. Boca Raton, FL	President: Iowa Commodities, Ltd.	Director & Chairman of the Board	Director & Chairman: Board for First American Bank Stark Group Charitable Foundation, Inc. First American Loan Company	President & Director: Iowa Commodities, Ltd Stark Agriculture, Inc. Iowa Farm Land, LLC Stark Transportation, LLC President, Vice President & Director: Stark Land Company Stark Aviation, Ltd. Manager: Radar Enterprises LLC Stark Daughters LLC Trustee: C. Richard Stark, Jr. Revocable Trust dtd 1/17/02	66.30%	N/A	Iowa Commodities, Ltd. Stark Aviation, Ltd. Stark Agriculture, Inc. Stark Land Company Iowa Farm Land, LLC S&W Partners, LLC Stark Transportation, LLC S&S Real Estate Inc S&S Real Estate II, Inc FMSG II SSH LLC Radar Enterprises LLC C. Richard Stark, Jr. Revocable Trust dtd 1/17/02 Richard LLC Stark Daughters LLC	80% 50% 49.6% 34.04% 49% 50% 100% 33.33% 33.33% 27.5% 50% 39.825% 100% 100% 100%
Joan E. Stark Boca Raton, FL	None	N/A	N/A	Director: Stark Land Company Vice President: Stark Aviation, Ltd. Trustee: Joan E. Stark Revocable Trust dtd 1/17/02	14.05%	N/A	Stark Aviation, Ltd Stark Land Company S&S Real Estate Inc. S&S Real Estate II, Inc. Radar Enterprises LLC Iowa Farmland, LLC Joan E. Stark Revocable Trust dtd 1/17/02 FMSG II	50% 34.04% 33.33% 33.33% 49.5% 31% 100% 27.5%
Paula J. Chuchvara- McMurray Grand Marais, MI	None	Director Audit Committee Member	Director: First American Bank	None	0.26%	N/A	None	N/A
Kristin Gose Urbandale, IA	Owner: Jewel Chicks	Director	Director: First American Bank Stark Group Charitable Foundation, Inc.	None	None	N/A	None	N/A

Name/Address (City/State) (1)	Principal Occupations if Other than with Company (2)	Title or Position With: (3)			(4) Percentage of Stock Owned or Controlled			
					Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Any Other Business Company with 25% Control (c)	
		Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Other Business Company (c)	%	%	Name of Company or Partnership	%
W. Kendall Brown Des Moines, IA	Owner: Brown & Associates	Director Audit Committee Member	Director: First American Bank	Owner: Brown & Associates President: Advanced Logic Systems, Inc	None	N/A	Brown & Associates Advanced Logic Systems, Inc.	100% 79%
Martha Gleason Ames, Iowa	None	Chief Human Resources Officer	Chief Human Resources Officer: First American Bank	Secretary & Treasurer: Gleason Aviation, Inc.	0.00%	N/A	Gleason Aviation, Inc.	50%
Bradley Boerner West Des Moines, IA	None	Chief Credit Officer	Chief Credit Officer: First American Bank	None	0.00%	N/A	None	N/A
Jim Davids Urbandale, IA	Retired: Bank Consultant	Director	Director: First American Bank	Retired: Bank Consultant	0.00%	N/A	None	N/A
Bill Northrup Clive, IA	VP for Advancement: Central College	Director Audit Committee Member	Director: First American Bank	VP for Advancement: Central College	0.00%	N/A	None	N/A

Name/Address (City/State) (1)	Principal Occupations if Other than with Company (2)	Title or Position With: (3)			(4) Percentage of Stock Owned or Controlled			
		Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Other Business Company (c)	Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Any Other Business Company with 25% Control (c)	
					%	%	Name of Company or Partnership	%
Cindy S. Burke Fort Dodge, IA	None	Chief Financial Officer & Chief Operating Officer	Chief Financial Officer & Chief Operating Officer: First American Bank Secretary, Treasurer & Director: FAB I, Inc FAB II, Inc FAB III, Inc FAB IV, Inc Secretary & Director: First American Loan Company Secretary & Treasurer: 1 American Eagle Plaza, Inc Manager: 234 Del Prado Blvd. N., LLC 124 Real Estate, LLC Treasurer: Stark Group Charitable Foundation, Inc. Administrator: Stark Bank Group Trust II Stark Bank Group Trust III Stark Bank Group Trust IV	None	0.03%	N/A	None	N/A
Patrick McNerney Clive, IA	CEO: NCMIC Group, Inc	Director Audit Committee Member	Director: First American Bank	CEO: NCMIC Group, Inc Director: NCMIC Insurance Company NCMIC Finance Corporation PSIC Insurance Company NCMIC Insurance Services, Inc PSIS Insurance Services President/Director: PSFS 3 Corporation NCMIC Risk Retention Group, Inc. Member: NCMIC Properties, LLC	0.31%	N/A	None	N/A

Name/Address (City/State) (1)	Principal Occupations if Other than with Company (2)	Title or Position With: (3)			(4) Percentage of Stock Owned or Controlled			
					Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Any Other Business Company with 25% Control (c)	
		Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Other Business Company (c)	%	%	Name of Company or Partnership	%
John Fisher Naples, FL	None	Director, President & CEO	President, CEO & Director: First American Bank Stark Group Charitable Foundation, Inc Vice President & Director: FAB I, Inc FAB II, Inc FAB III, Inc FAB IV, Inc 1 American Eagle Plaza, Inc. Manager: 234 Del Prado Blvd. N., LLC 4404 W. Oakland Park Blvd., LLC 124 Real Estate, LLC Managing Member: 14702 Tarnac Court, LLC Director: First American Loan Company Administrator: Stark Bank Group Trust II Stark Bank Group Trust III Stark Bank Group Trust IV	None	0.04%	N/A	None	N/A
Amy Bocken Fort Dodge, IA	None	Chief Accounting Officer	Chief Accounting Officer: First American Bank	None	0.01%	N/A	None	N/A

Name/Address (City/State) (1)	Principal Occupations if Other than with Company (2)	Title or Position With: (3)			(4) Percentage of Stock Owned or Controlled			
		Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Other Business Company (c)	Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Any Other Business Company with 25% Control (c)	
					%	%	Name of Company or Partnership	%
Murray Wise Naples, FL	Chairman/CEO: Murray Wise Associates, LLC	Director	Director: First American Bank	Chairman/CEO/Director: Murray Wise Associates, LLC MRW Equity LLC Managing Member: Iowa Farmland, LLC Norwise Partners, LLC S&W Partners LLC Mercantile Partners LLC Managing Partner: Travinap Partners, GP Sole Member: Grindstone Partners, LLC Capital West, LLC Ceres Consulting, LLC Member: Lexington Properties, LLC Forever Green Capital, LLC Manager: Nottingham Property Investors, LLC	1.12%	N/A	Wise Capital, Inc. Capital West, LLC Ceres Consulting, LLC Grindstone Partners, LLC Norwise Partners, LLC Travinap Partners GP Murray Wise Associates LLC MRW Equity LLC S&W Partners LLC Global Ag Partners Nottingham Property Investors, LLC	100% 100% 100% 100% 50% 50% 59.08% 55.37% 50% 33.33% 100%
David Stark Clive, IA	Chief Operating Officer & Executive Vice President: Unity Point Health	Director	Director: First American Bank	Chief Operating Officer & Executive Vice President: Unity Point Health Board Member: YMCA Blank Park Zoo IPTV	0.14%	N/A	None	N/A
Michael McCoy Des Moines, IA	Area President: AJ Gallagher	Director	Director: First American Bank	Area President: AJ Gallagher	0.10%	N/A	None	N/A

Name/Address (City/State) (1)	Principal Occupations if Other than with Company (2)	Title or Position With: (3)			(4) Percentage of Stock Owned or Controlled			
		Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Other Business Company (c)	Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Any Other Business Company with 25% Control (c)	
					%	%	Name of Company or Partnership	%
Mark Lyons Naples, FL	None	EVP/Senior Credit Risk Officer & Chief Special Assets Officer	EVP/Senior Credit Risk Officer & Chief Special Assets Officer: First American Bank President & Director: FAB I Inc FAB II Inc FAB III Inc FAB IV Inc 1 American Eagle Plaza, Inc Manager: 234 Del Prado Blvd. N, LLC 4404 W. Oakland Park Blvd., LLC 124 Real Estate, LLC Managing Member: 14702 Tarmac Court, LLC	None	None	N/A	None	N/A
Kristin Stark Revocable Trust, Richard Stark Trustee Ames, IA	None	N/A	N/A	None	0.45%	N/A	None	N/A
Jennifer Stark Revocable Trust, Richard Stark Trustee Ames, IA	None	N/A	N/A	None	0.45%	N/A	None	N/A
Mary Stark Revocable Trust, Richard Stark Trustee Ames, IA	None	N/A	N/A	None	0.45%	N/A	None	N/A
Stephanie Stark Revocable Trust, Richard Stark Trustee Urbandale, IA	None	N/A	N/A	None	0.45%	N/A	None	N/A

Name/Address (City/State) (1)	Principal Occupations if Other than with Company (2)	Title or Position With: (3)			(4) Percentage of Stock Owned or Controlled			
		Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Other Business Company (c)	Bank Holding Company (a)	Subsidiaries of Bank Holding Company (b)	Any Other Business Company with 25% Control (c)	
					%	%	Name of Company or Partnership	%
Natalie Stark Revocable Trust, Richard Stark Trustee Webster City, IA	None	N/A	N/A	None	0.45%	N/A	None	N/A
Elizabeth Kyle Argyle, TX	None	N/A	N/A	None	0.01%	N/A	None	N/A
Graham Kyle Argyle, TX	None	N/A	N/A	None	0.01%	N/A	None	N/A
Catherine Nedved Webster City, IA	None	N/A	N/A	None	0.01%	N/A	None	N/A