

BBX CAPITAL CORP
Form 10-Q
November 15, 2012

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2012

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission files number 001-13133

BBX CAPITAL CORPORATION

(Exact name of registrant as specified in its charter)

Florida(State or other jurisdiction of	65-0507804
incorporation or organization)	(I.R.S. Employer
2100 West Cypress Creek Road	Identification No.)
Fort Lauderdale, Florida	33309
(Address of principal executive offices)	(Zip Code)

(954) 940-5000

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(Registrant's telephone number, including area code)

BankAtlantic Bancorp, Inc.

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and (2) has been subject to such filing requirements for the past 90 days. YES NO

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). YES NO

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer
Non-accelerated filer Small reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). YES NO

Indicate the number of shares outstanding of each of the issuer's classes of common stock as of the latest practicable date.

Title of Each Class	Outstanding at November 9, 2012
Class A Common Stock, par value \$0.01 per share	15,577,464
Class B Common Stock, par value \$0.01 per share	195,045

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BBX CAPITAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION - UNAUDITED

(In thousands, except share data)	September 30, 2012	December 31, 2011
ASSETS		
Cash and interest bearing deposits in banks (Cash of \$5,044 in VIE as of 9/30/2012)	\$ 38,885	770,292
Securities available for sale, at fair value	-	46,435
Tax certificates, net of allowance of \$3,739 and \$7,488 (\$4,232, net of allowance of \$3,739 in VIE as of 9/30/12)	4,232	46,488
Loans held for sale (\$20,349 in VIE at 9/30/2012)	33,601	55,601
Loans receivable, net of allowance for loan losses of \$6,595 and \$129,887 (\$259,092, net of allowance of \$4,783 in VIE at 9/30/2012)	308,034	2,448,203
Accrued interest receivable (\$1,771 in VIE at 9/30/2012)	1,771	18,432
Real estate owned (\$22,577 in VIE at 9/30/2012)	92,263	87,174
Real estate held for sale	3,612	3,898
Office properties and equipment, net	1,147	139,165
Other assets (\$3,221 in VIE at 9/30/2012)	4,809	8,221
Investments in unconsolidated companies	-	10,106
Federal Home Loan Bank ("FHLB") stock, at cost which approximates fair value	-	18,308
Goodwill	-	13,081
Prepaid FDIC deposit insurance assessment	-	12,715
Total assets	488,354	3,678,119
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
Liabilities:		
BB&T preferred interest in FAR, LLC (\$208,986 in VIE at 9/30/2012)	208,986	-
Other liabilities (\$14,305 in VIE at 9/30/2012)	24,639	55,848
Deposits	-	3,280,083
Subordinated debentures	-	22,000
Junior subordinated debentures	-	337,114
Total liabilities	233,625	3,695,045

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Commitments and contingencies (Note 11)

Stockholders' Equity (Deficit):

Preferred stock, \$.01 par value, 10,000,000 shares authorized; none issued and outstanding	-	-
Class A common stock, \$.01 par value, authorized 25,000,000 shares; issued and outstanding 15,577,464 and 15,434,564 shares	155	154
Class B common stock, \$.01 par value, authorized 1,800,000 shares; issued and outstanding 195,045 and 195,045 shares	2	2
Additional paid-in capital	330,717	329,995
Accumulated deficit	(76,145)	(326,692)
Accumulated other comprehensive loss	-	(20,385)
Total stockholders' equity (deficit)	254,729	(16,926)
Total liabilities and stockholders' equity (deficit)	\$ 488,354	3,678,119

See Notes to Consolidated Financial Statements - Unaudited

BBX CAPITAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS - UNAUDITED

(In thousands, except share and per share data)	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2012	2011	2012	2011
Interest income:				
Interest and fees on loans	\$ 4,152	9,155	19,774	32,123
Interest on tax certificates	79	-	79	-
Interest and dividends on taxable securities	5	1	5	38
Total interest income	4,236	9,156	19,858	32,161
Interest expense:				
BB&T's priority return in FAR distributions	1,040	-	1,040	-
Interest on subordinated debentures	1,402	3,899	9,695	11,537
Total interest expense	2,442	3,899	10,735	11,537
Net interest income	1,794	5,257	9,123	20,624
Provision for (recovery from) loan losses	257	13,892	(1,135)	25,032
Net interest income after provision for loan losses	1,537	(8,635)	10,258	(4,408)
Non-interest income:				
Income from unconsolidated companies	42	482	281	1,295
Securities activities, net	22	-	22	(1,500)
Gain (loss) on sale of loans	-	-	3	(89)
Other	133	12	229	31
Total non-interest income	197	494	535	(263)
Non-interest expense:				
Employee compensation and benefits	6,669	5,322	16,197	17,148
Occupancy and equipment	627	2,456	4,486	8,192
Advertising and promotion	92	159	375	417
Professional fees	1,843	2,875	11,279	5,661
(Recoveries) on assets held for sale	-	-	(1,165)	-
Impairments on loans held for sale	638	156	1,097	1,538
Impairment of real estate owned	768	2,922	4,302	10,436
Other	2,001	1,031	6,657	6,898
Total non-interest expense	12,638	14,921	43,228	50,290

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Loss from continuing operations before income taxes	(10,904)	(23,062)	(32,435)	(54,961)
Benefit for income taxes	(4,206)	(4,422)	(12,512)	(16,925)
Loss from continuing operations	(6,698)	(18,640)	(19,923)	(38,036)
Discontinued operations				
Income from discontinued operations (including gain on disposal of \$290,642)	290,227			