

ST JOE CO
Form 10-Q
May 03, 2012
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-Q

(Mark One)

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

For the quarterly period ended March 31, 2012

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

For the transition period from to .

Commission file number 1-10466

The St. Joe Company

(Exact name of registrant as specified in its charter)

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Florida
(State or other jurisdiction of
incorporation or organization)
133 South WaterSound Parkway
WaterSound, Florida
(Address of principal executive offices)

59-0432511
(I.R.S. Employer
Identification No.)
32413
(Zip Code)

(850) 231-6400
(Registrant's telephone number, including area code)

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 (or for such shorter period that the registrant was required to file such reports), 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, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer
Non-accelerated filer (Do not check if a smaller reporting company) Smaller 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

As of April 27, 2012, there were 92,278,431 shares of common stock, no par value, issued and 92,278,431 outstanding, with 16,195 shares of treasury stock.

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THE ST. JOE COMPANY

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Table of Contents**PART I FINANCIAL INFORMATION****Item 1. Financial Statements****THE ST. JOE COMPANY****CONSOLIDATED BALANCE SHEETS**

(Dollars in thousands)

	(Unaudited) March 31, 2012	December 31, 2011
Assets		
Investments in real estate	\$ 386,495	\$ 387,202
Cash and cash equivalents	165,689	162,391
Notes receivable	4,123	4,563
Pledged treasury securities	22,789	23,299
Prepaid pension asset	35,811	35,125
Property, plant and equipment, net	14,506	14,946
Income taxes receivable	187	69
Deferred tax asset	11,594	11,715
Other assets	21,676	21,981
	\$ 662,870	\$ 661,291
Liabilities and Stockholders Equity		
Liabilities:		
Debt	\$ 52,776	\$ 53,458
Accounts payable	19,835	16,450
Accrued liabilities and deferred credits	45,945	47,491
Total Liabilities	118,556	117,399
Stockholders Equity:		
Common stock, no par value; 180,000,000 shares authorized; 92,262,236 and 92,267,256 shares outstanding at March 31, 2012 and December 2011, respectively	891,438	890,314
Accumulated deficit	(337,747)	(336,873)
Accumulated other comprehensive (loss)	(9,442)	(9,880)
Treasury stock at cost, 16,195 and zero shares held at March 31, 2012 and December 31, 2011, respectively	(260)	
Total Stockholders Equity	543,989	543,561
Noncontrolling interest	325	331
Total equity	544,314	543,892
Total Liabilities and Stockholders Equity	\$ 662,870	\$ 661,291

See notes to consolidated financial statements.

Table of Contents**THE ST. JOE COMPANY****CONSOLIDATED STATEMENTS OF OPERATIONS****(Unaudited)****(Dollars in thousands except per share amounts)**

	Three Months Ended	
	March 31, 2012	March 31, 2011
Revenues:		
Real estate sales	\$ 13,946	\$ 5,212
Resort and club revenues	6,344	5,112
Timber sales	9,495	62,624
Other revenues	733	488
Total revenues	30,518	73,436
Expenses:		
Cost of real estate sales	7,665	1,780
Cost of resort and club revenues	6,863	6,574
Cost of timber sales	6,336	6,240
Cost of other revenues	697	493
Other operating expenses	3,744	7,010
Corporate expense, net	4,431	18,247
Depreciation and amortization	2,328	6,504
Impairment losses		782
Restructuring charges	55	4,476
Total expenses	32,119	52,106
Operating (loss) income	(1,601)	21,330
Other income (expense):		
Investment income, net	476	207
Interest expense	(831)	(997)
Other, net	1,734	1,127
Total other income	1,379	337
Income from operations before equity in (loss) income of unconsolidated affiliates and income taxes	(222)	21,667
Equity in (loss) of unconsolidated affiliates	(11)	(24)
Income tax expense (benefit)	647	7,553
Net (loss) income	(880)	14,090
Less: Net (loss) attributable to noncontrolling interest	(6)	(9)
Net (loss) income attributable to the Company	\$ (874)	\$ 14,099
(LOSS) EARNINGS PER SHARE		
<i>Basic</i>		
Weighted average shares outstanding	92,265,059	92,335,090

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Net (loss) income attributable to the Company	\$	(0.01)	\$	0.15
<i>Diluted</i>				
Weighted average shares outstanding		92,265,059		92,378,738
Net (loss) income attributable to the Company	\$	(0.01)	\$	0.15

See notes to consolidated financial statements.

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THE ST. JOE COMPANY
CONSOLIDATED STATEMENT OF COMPREHENSIVE (LOSS) INCOME

(Unaudited)

(Dollars in thousands)

	Three Months Ended	
	March 31, 2012	March 31, 2011
Net (loss) income:	\$ (880)	\$ 14,090
Other comprehensive income, net of tax:		
Defined benefit pension plan		
Amortization of pension and postretirement benefit costs, net	438	169
Total comprehensive (loss) income	\$ (442)	\$ 14,259

See notes to consolidated financial statements.

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THE ST. JOE COMPANY

CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY

(Unaudited)

(Dollars in thousands, except per share amounts)

	Common Stock		Accumulated Deficit	Accumulated Other Comprehensive income	Treasury Stock	Non- controlling Interest	Total
	Shares	Amount		(loss)			
Balance, December 31, 2011	92,267,256	\$ 890,314	\$ (336,873)	\$ (9,880)	\$	\$ 331	\$ 543,892
Comprehensive income:							
Net (loss)			(874)			(6)	(880)
Amortization of pension and postretirement benefit costs, net				438			438
Total comprehensive (loss)							(442)
Issuances of common stock	36,023	576					576
Forfeitures of restricted stock	(31,514)				(108)		(108)
Excess(reduction in)tax benefit on options exercised and vested restricted stock		525					525
Amortization of stock-based compensation		23					23
Treasury shares received in lieu of taxes to be remitted on share award	(9,529)				(152)		(152)
Balance, March 31, 2012	92,262,236	\$ 891,438	\$ (337,747)	\$ (9,442)	\$ (260)	\$ 325	\$ 544,314

See notes to consolidated financial statements.

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THE ST. JOE COMPANY
CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited)

(Dollars in thousands)

	Three Months Ended	
	March 31, 2012	March 31, 2011
Cash flows from operating activities		
Net (loss) income	\$ (880)	\$ 14,090
Adjustments to reconcile net (loss) income to net cash provided by operating activities		
Depreciation and amortization	2,328	6,504
Stock-based compensation		