

CENTRAL FEDERAL CORP  
Form 8-K  
July 19, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 19, 2011

CENTRAL FEDERAL CORPORATION  
(Exact name of registrant as specified in its charter)

Delaware                                      **0-25045**                                      **34-1877137**  
(State or other Jurisdiction of                      (Commission File Number)                      (IRS Employer Identification No.)  
Incorporation)

**2923 Smith Road, Fairlawn, Ohio**                                      **44333**  
(Address of Principal Executive Offices)                      (Zip Code)  
Registrant's telephone number, including area code: **(330) 666-7979**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

On July 13, 2011, the Company received notice from The Nasdaq Stock Market that it does not currently comply with the minimum bid price requirement for continued listing on The Nasdaq Capital Market because the bid price for its common stock has fallen below \$1.00 per share for the 30 consecutive business days prior to the date of Nasdaq's notice. A press release providing the details is attached as Exhibit 99.1.

**Item 9.01. Exhibits**

99.1 Press release issued July 19, 2011.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Central Federal Corporation

Date: July 19, 2011

By: /s/ Therese Ann Liutkus

Therese Ann Liutkus, CPA

President, Treasurer and Chief Financial Officer

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