

FIRST PACTRUST BANCORP INC  
Form 8-K  
May 12, 2011

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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):

May 11, 2011

First PacTrust Bancorp, Inc.

(Exact name of registrant as specified in its charter)

Maryland

000-49806

04-3639825

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

610 Bay Boulevard, Chula Vista, California

91910

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(619) 691-1519

Not Applicable

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))

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**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On May 11, 2011, First PacTrust Bancorp, Inc. (the "Company") amended the articles supplementary to the Company's charter for the Company's Class B Non-Voting Common Stock (the "Non-Voting Common Stock") by increasing the number of shares of the Company's common stock classified and designated as Non-Voting Common Stock by 300,000, from 2,836,156 to 3,136,156. The amendment was approved by the Company's Board of Directors in connection with the recent adoption of the Company's Dividend Reinvestment Plan. A copy of the articles of amendment to the articles supplementary to the Company's charter for the Non-Voting Common Stock, as filed with and accepted by the Maryland Department of Assessments and Taxation on May 11, 2011, is attached hereto as Exhibit 3.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

3.1 Articles of Amendment to Articles Supplementary to the Company's Charter

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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.

First PacTrust Bancorp, Inc.

*May 12, 2011*

By: */s/ James P. Sheehy*

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*Name: James P. Sheehy*

*Title: Executive Vice President, Secretary and Treasurer*

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Exhibit Index

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
3.1	Articles of Amendment to Articles Supplementary to the Company's Charter