

DIERBERG JAMES F
Form 4
October 14, 2010

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
INVESTORS OF AMERICA LIMITED PARTNERSHIP

2. Issuer Name and Ticker or Trading Symbol
FIRST PACTRUST BANCORP INC [FPTB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
135 N MERAMEC

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/04/2010

____ Director
____ Officer (give title below) Other (specify below)
Member of 13(d) Group

CLAYTON, MO 63105

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 10/04/2010 | | S | 6,700 D \$ 10.5959 | 115,300 | I | See Note (1) |
| Common Stock | 10/05/2010 | | S | 2,100 D \$ 10.5692 | 113,200 | I | See Note (1) |
| Common Stock | 10/06/2010 | | S | 11,300 D \$ 10.5 | 101,900 | I | See Note (1) |
| Common Stock | 10/07/2010 | | S | 22,600 D \$ 10.5524 | 79,300 | I | See Note (1) |
| Common Stock | 10/08/2010 | | S | 28,000 D \$ 10.56 | 51,300 | I | See Note (1) |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|--------------|
| Common Stock | 10/11/2010 | S | 2,500 | D | \$ 10.55 | 48,800 | I | See Note (1) |
| Common Stock | 10/12/2010 | S | 15,000 | D | \$ 10.55 | 33,800 | I | See Note (1) |
| Common Stock | | | | | | 268,000 | I | See Note (2) |
| Common Stock | | | | | | 43,680 | I | See Note (3) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------------------|
| | Director | 10% Owner | Officer | Other |
| INVESTORS OF AMERICA LIMITED PARTNERSHIP 135 N MERAMEC CLAYTON, MO 63105 | | | | Member of 13(d) Group |
| First Capital America, Inc. 135 NORTH MERAMEC CLAYTON, MO 63105 | | | | Member of 13(d) Group |
| DIERBERG JAMES F | | | | Member of 13(d) Group |

Signatures

| | |
|---|------------|
| James F. Dierberg, President of First Securities America, Inc., General Partner of Investors of America Limited Partnership | 10/14/2010 |
| **Signature of Reporting Person | Date |
| James F. Dierberg, President of First Capital America, Inc. | 10/14/2010 |
| **Signature of Reporting Person | Date |
| James F. Dierberg, Trustee of the James F. Dierberg Living Trust Dated 10/8/85 | 10/14/2010 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

These securities are owned by Investors of America, Limited Partnership ("Investors") and may be deemed to be indirectly owned by First Capital America, Inc. ("First Capital") and James F. Dierberg, Trustee of the James F. Dierberg Living Trust Dated 10/8/85 ("JFD Lvg Trust"). Members of the Dierberg Family and the Dierberg Family Trusts are shareholders of First Capital and First Securities America, Inc. ("FSA"), the General Partner of Investors. First Capital and JFD Lvg Trust disclaim beneficial ownership of these securities.
- (1) These securities are owned by First Capital and may be deemed to be indirectly owned by Investors and JFD Lvg Trust. Members of the Dierberg Family and the Dierberg Family Trusts are shareholders of First Capital and FSA, the General Partner of Investors. Investors and JFD Lvg Trust disclaim beneficial ownership of these securities.
- (2) These securities are owned by JFD Lvg Trust and may be deemed to be indirectly owned by Investors and First Capital. Members of the Dierberg Family and the Dierberg Family Trusts are shareholders of First Capital and FSA, the General Partner of Investors. Investors and First Capital disclaim beneficial ownership of these securities.
- (3)

Remarks:

Explanation of Response (1) This Form 4 is filed jointly by Investors of America, Limited Partnership ("Investors"), First Ca

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.