

CENTRAL FEDERAL CORP  
Form 8-K  
December 21, 2010

**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): December 21, 2010**

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

**Delaware**

(State or other Jurisdiction of  
Incorporation)

**0-25045**

(Commission File Number)

**34-1877137**

(IRS Employer Identification No.)

**2923 Smith Road, Fairlawn, Ohio**

(Address of Principal Executive Offices)

**44333**

(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 December 17, 2010, 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 December 21, 2010.

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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: December 21, 2010

By: /s/ Therese Ann Liutkus

Therese Ann Liutkus, CPA  
President, Treasurer and Chief  
Financial Officer

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