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CENTRAL FEDERAL CORP  
Form 8-K  
February 03, 2005

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): February 2, 2005

CENTRAL FEDERAL CORPORATION

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(Exact name of registrant as specified in its charter)

|   |   |  |
|---|---|--|
| Delaware<br>-----<br>(State or other jurisdiction of<br>incorporation)                  | 0-25045<br>-----<br>(Commission<br>File Number) | 34-1877137<br>-----<br>(IRS Employer<br>Identification Number) |
| 2923 Smith Road, Fairlawn, Ohio<br>-----<br>(Address of principal<br>executive offices) | 44333<br>-----<br>(Zip Code)                    | (330) 666-7979<br>-----<br>(Registrant's Telephone Number)     |

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(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 8.01. OTHER EVENTS

On February 2, 2005, the registrant issued a press release announcing the record date, February 8, 2005, and the date of the special stockholders' meeting to approve the reverse stock split, March 14, 2005, as well as other information regarding the "going private" transaction. A copy of the press release is included as Exhibit 99 to this report.

ITEM 9.01. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

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(c) Exhibits

99 Press release issued on February 2, 2005

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: February 3, 2005

By: /s/ Therese Ann Liutkus

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Therese Ann Liutkus, CPA  
Treasurer and Chief Financial Officer