

OptimumBank Holdings, Inc.  
Form 8-K/A  
February 02, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

\_\_\_\_\_  
**FORM 8-K/A**  
\_\_\_\_\_

**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): **January 18, 2006**

\_\_\_\_\_  
**OPTIMUMBANK HOLDINGS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

\_\_\_\_\_  

|   |  |  |
|---|--|--|
| <b>Florida</b><br>(State or other jurisdiction of<br>incorporation or organization) | <b>0001288855</b><br>(Commission File<br>Number) | <b>55-0865043</b><br>(I.R.S. Employer<br>Identification No.) |
|---|--|--|

**2477 E. Commercial Blvd., Ft. Lauderdale, FL 33308**

(Address of principal executive offices)

**(954) 776-2332**

(Registrant's telephone number, including area code)

**N/A**

(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 (see General Instruction A.2. below):

..

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))



**EXPLANATORY NOTE**

The Form 8-K/A is being filed to correct the date on the press release included as Exhibit 99.1, from January 18, 2005 to January 18, 2006.

**ITEM 2.02.**

**Results of Operations and Financial Condition and Item 7.01. Regulation FD Disclosure.**

On January 18, 2006, OptimumBank Holdings, Inc. issued a press release disclosing information regarding its results of operations and financial condition for the quarter and year ended December 31, 2005 (furnished hereunder as Exhibit 99.1).

**ITEM 9.01**

**Financial Statements and Exhibits.**

(c)

Exhibits

99.1

Press Release issued January 18, 2006

**SIGNATURE**

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.

**OPTIMUMBANK HOLDINGS, INC.**

By */s/ RICHARD L. BROWDY*  
Richard L. Browdy  
President

Date: February 1, 2006

**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description</b>                    |
|----------------|---------------------------------------|
| <u>99.1</u>    | Press Release issued January 18, 2006 |