

OptimumBank Holdings, Inc.  
Form 8-K  
May 01, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

\_\_\_\_\_  
**FORM 8-K**  
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**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 1, 2006**

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

(Exact name of registrant as specified in its charter)

\_\_\_\_\_  

|   |                             |   |
|---|-----------------------------|---|
| <b>Florida</b>                                    | <b>0001288855</b>           | <b>55-0865043</b>                       |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

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

(Address of Principal Executive Office) (Zip Code)

**(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:

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)

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- “ 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 May 1, 2006, OptimumBank Holdings, Inc. issued a press release announcing that its Board of Directors on April 27, 2006, declared a 5% stock dividend to be distributed on June 11, 2006, to shareholders of record as of May 11, 2006. A copy of the press release is attached hereto as Exhibit 99.1.

**ITEM 9.01**

**Financial Statements and Exhibits**

(d)

Exhibits

The following exhibit is filed as part of this report:

| <b>Exhibit<br/>Number</b> | <b>Description</b>  |
|---------------------------|---|
| 99.1                      | Press Release of OptimumBank Holdings, Inc. dated May 1, 2006 |

**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.

**OPTIMUMBANK HOLDINGS, INC.**

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

Date: May 1, 2006

**INDEX TO EXHIBITS**

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