

Berson Jory A
Form 3
June 15, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Berson Jory A		(Month/Day/Year)	CAPITAL ONE FINANCIAL CORP [COF]	
(Last)	(First)	06/05/2006		
1680 CAPITAL ONE DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
MCLEAN, VA 22102			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			Executive Officer	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	44,338	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title	Amount or Number of		

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy)	05/13/2002	01/22/2007	Common Stock	1,786	\$ 53.07	D	Â
Employee Stock Option (Right to Buy)	05/03/2004	01/22/2007	Common Stock	422	\$ 61.21	D	Â
Employee Stock Option (Right to Buy)	05/03/2004	09/12/2007	Common Stock	603	\$ 61.21	D	Â
Employee Stock Option (Right to Buy)	05/03/2004	12/16/2008	Common Stock	1,632	\$ 61.21	D	Â
Employee Stock Option (Right to Buy)	Â <u>(1)</u>	04/28/2009	Common Stock	55,662	\$ 56.46	D	Â
Employee Stock Option (Right to Buy)	04/29/1999	04/28/2009	Common Stock	300	\$ 56.46	D	Â
Employee Stock Option (Right to Buy)	Â <u>(2)</u>	12/12/2011	Common Stock	4,076	\$ 49.07	D	Â
Employee Stock Option (Right to Buy)	Â <u>(3)</u>	12/12/2011	Common Stock	18,991	\$ 49.07	D	Â
Employee Stock Option (Right to Buy)	Â <u>(4)</u>	12/14/2013	Common Stock	18,924	\$ 56.28	D	Â
Employee Stock Option (Right to Buy)	12/15/2006	12/14/2013	Common Stock	1,776	\$ 56.28	D	Â
Employee Stock Option (Right to Buy)	Â <u>(5)</u>	03/14/2015	Common Stock	19,570	\$ 78.71	D	Â
Employee Stock Option (Right to Buy)	Â <u>(6)</u>	03/02/2016	Common Stock	21,340	\$ 88.81	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Berson Jory A 1680 CAPITAL ONE DRIVE MCLEAN, VA 22102	Â	Â	Â Executive Officer	Â

Signatures

By: Frederick L. Williams (POA on file) for 06/14/2006

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) This option becomes exercisable in two equal increments, the first on April 29, 2005 and the last on April 29, 2008.
- (2) This option became exercisable in two equal increments, the first on December 13, 2003 and the last on December 13, 2004.
- (3) This option became exercisable in 33 1/3% increments beginning on December 13, 2002 and annually thereafter.
- (4) This option becomes exercisable in the following manner: two increments of 6,900 underlying shares on December 15, 2004 and December 15, 2005 and the last increment of 5,124 underlying shares on December 15, 2006.
- (5) This option becomes exercisable in 33 1/3% increments beginning on March 15, 2006 and annually thereafter.
- (6) This option becomes exercisable in the following manner: two increments of 7,106 underlying shares on March 3, 2007 and March 3, 2008 and the last increment of 7,128 underlying shares on March 3, 2009.

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.