

ORIENTAL FINANCIAL GROUP INC  
Form 10-Q/A  
September 23, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 10-Q/A  
(Amendment No. 1)**

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the quarterly period ended June 30, 2010  
or**

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the transition period from \_\_\_\_\_ to \_\_\_\_\_  
Commission File Number 001-12647  
Oriental Financial Group Inc.**

Incorporated in the Commonwealth of Puerto Rico                      IRS Employer Identification No. 66-0538893

Principal Executive Offices:

997 San Roberto Street  
Oriental Center 10th Floor  
Professional Offices Park  
San Juan, Puerto Rico 00926

Telephone Number: (787) 771-6800

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer       Accelerated Filer       Non-Accelerated Filer       Smaller Reporting Company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes  No

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Number of shares outstanding of the registrant's common stock, as of the latest practicable date:

46,308,736 shares of common stock (\$1.00 par value per share) outstanding as of the close of business July 31, 2010

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**EXPLANATORY NOTE**

Oriental Financial Group Inc. (the Group ) is filing this Amendment No. 1 to its Form 10-Q for the quarter ended June 30, 2010 originally filed with the Securities and Exchange Commission on August 10, 2010 (the Form 10-Q ) solely to correct the number of shares of common stock of the Group outstanding as of the close of business July 31, 2010, as stated on the cover page of the Form 10-Q. Except for such correction, this amendment does not update, modify or amend any disclosure set forth in the Form 10-Q as originally filed.

**Item 6. Exhibits**

The following exhibits are filed as part of this Form 10-Q/A:

- 31.1 Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- 31.2 Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- 32.1 Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
- 32.2 Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

**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, thereunto duly authorized.

**ORIENTAL FINANCIAL GROUP INC.**

By: /s/ José Rafael Fernández

Date: September 23,  
2010

José Rafael Fernández  
President and Chief Executive Officer

By: /s/ Norberto González

Date: September 23,  
2010

Norberto González  
Executive Vice President and Chief Financial  
Officer

**EXHIBIT INDEX**

<u>Exhibit Number</u>	<u>Exhibit Description</u>
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