

Cape Fear Bank CORP  
Form 8-K  
June 12, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**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): June 12, 2007**

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**CAPE FEAR BANK CORPORATION**

(Exact name of registrant as specified in its charter)

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**North Carolina**  
(State or other jurisdiction

of incorporation)

**000-51513**  
(Commission File Number)

**20-3035898**  
(IRS Employer

Identification No.)

**1117 Military Cutoff Road**

**Wilmington, North Carolina**  
(Address of principal executive offices)

**28405**  
(Zip Code)

**Registrant's telephone number, including area code: (910) 509-2000**

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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:

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- .. 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))
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**Item 7.01. Regulation FD Disclosure**

On June 12, 2007, we announced that our Board of Directors had approved the payment of a 5% stock dividend on our outstanding common stock. The stock dividend will be payable on June 29, 2007, to shareholders of record on June 22, 2007. As a result of the stock dividend, each holder of shares of our common stock on the record date will receive one new share of common stock for each twenty whole shares held of record on the record date. In lieu of issuing fractional shares, we will pay cash based on the average of the closing bid and asked price of our common stock on The NASDAQ Capital Market on the record date. A copy of our press release announcing the stock dividend is attached as Exhibit 99.1 to this Report.

**Item 9.01. Financial Statements and Exhibits.**

**Exhibits.** The following exhibits are being furnished with this Report:

| <b>Exhibit No.</b> | <b>Exhibit Description</b>                    |
|--------------------|---|
| 99.1               | Copy of our press release dated June 12, 2007 |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

**CAPE FEAR BANK CORPORATION**  
(Registrant)

**Date: June 12, 2007**

**By:** */s/ Betty V. Norris*  
Betty V. Norris  
Senior Vice President and Chief Financial Officer

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