Diaz Jose Gabriel Form 3 May 05, 2009

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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, response... 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 *

A Diaz Jose Gabriel

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

04/29/2009

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

ORIENTAL FINANCIAL GROUP INC [OFG]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

1stSVP & Exec Trust Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

CALLE MONTE BELLO DA12, GARDEN HILLS

(Street)

Director

_X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

GUAYNABO, Â PRÂ 00966

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable Expiration

Date

Title

Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

1

						(Instr. 5)	
Qualified Stock Option (1)	06/30/2005	03/08/2014	Common Stock	11,000	\$ 27	D	Â
Qualified Stock Option (2)	04/28/2011(3)	04/28/2019	Common Stock	546	\$ 8.28	D	Â
Restricted Units (2)	(4)	(5)	Common	3,138	\$ <u>(6)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
Diaz Jose Gabriel CALLE MONTE BELLO DA12 GARDEN HILLS	Â	Â	1stSVP & Exec Trust Officer	Â		
GUAYNABO, PR 00966						

Signatures

/s/ Jose G. Diaz	05/05/2009
**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) Granted pursuant to the Company's 1996 Incentive Stock Option Plan.
- (2) Awarded pursuant to the Amended and Restated Oriental Financial Group Inc. 2007 Omnibus Performance Incentive Plan.
- (3) Will become exercisable at the rate of 25% per year commencing on the second anniversary of the award date.
- (4) Subject to the provisions of the Plan, the Restricted Period shall lapse in its entirety on the third anniversary of the date of the Award.
- (5) See prior footnote.
- (6) Not applicable. The Grantee is expected to receive the underlying shares of common stock at the end of the Restricted Period.

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.

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