

CAPTERRA FINANCIAL GROUP, INC.

Form 8-K

January 26, 2010

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 26, 2010**

**CAPTERRA FINANCIAL GROUP, INC.**  
(Exact name of registrant as specified in its charter)

<b>Colorado</b> (State or other Jurisdiction of Incorporation)	<b>000-50764</b> (Commission File Number)	<b>20-0003432</b> (IRS Employer Identification No.)
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<b>1440 Blake Street, Suite 310, Denver, Colorado</b> (Address of Principal Executive Offices)	<b>80202</b> (Zip Code)
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Registrant's telephone number, including area code: **(303) 893-1003**

(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)
- 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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**of the Securities Act of 1934**

References in this document to us, we, or the Company refer to CAPTERRA FINANCIAL GROUP, INC. and our subsidiaries.

**Item 8.01 Other Events**

We have entered into negotiations with a private real estate development company for the purpose of potentially acquiring that company. At the present time, we have no definitive arrangements to do so and have not finalized any material terms of the potential acquisition. However, at this time, we believe that if we do enter into a definitive agreement for acquisition, it will result in a change of control of our company. We do not know when, or if, this acquisition will ever be completed.

**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.

Date: January 26, 2010

**Capterra Financial Group, Inc.**

By: /s/ James W. Creamer, III

James W. Creamer, III  
Chief Executive Officer