ORIENTAL FINANCIAL GROUP INC Form SC 13G/A March 17, 2009 UNITED STATES SECURITIES AND EXCHANGECOMMISSION Washington D.C. 20549 SCHEDULE 13GA Under the Securities Exchange Act 1934 (Amendment No.4) ORIENTAL FINANCIAL GROUP \_\_\_\_\_ (Name of Issuer) COMMON \_\_\_\_\_ (Title of Class of Securities) 68618W100 \_\_\_\_\_ (CUSIP Number) February 28, 2009 \_\_\_\_\_ (Date of Event Which Requires Filing of this Statement) CHECK THE APPROPRIATE BOX TO DESIGNATE THE RULE PURSUANT TO WHICH THIS SCHEDULE IS FILED: [X] RULE 13D-1(b)

[] RULE 13D-1(c)

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_____
 1. Names of Reporting Persons
    I.R.S. Identification No. of above person
    RUTABAGA CAPITAL MANAGEMENT
    I.R.S. Identification No.: 04-3451870
_____
 2. Check the Appropriate Box if a Member of a Group
    (a)[]
    (b)[]
_____
 3. SEC Use Only
_____
   Citizenship or Place of Organization
4.
  Massachusetts
_____
   5. Sole Voting Power
 NUMBER OF
  SHARES
         0
BENEFICIALLY
 OWNED BY 6. Shared Voting Power
  EACH
 REPORTING
         0
 PERSON
  WITH 7. Sole Dispositive Power
          0
        8. Shared Dispositive Power
         0
 _____
           _____
9. Aggregate Amount Beneficially Owned by Each
  Reporting Person
   0
   Check if the aggregate Amount in Row (9)
10.
   Excludes Certain Shares [ ]
_____
11. Percent of Class Represented by Amount in Row (9)
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0%
12. Type of Reporting Person IA
Item 1(a). NAME OF ISSUER ORIENTAL FINANCIAL GROUP
Item 1(b). ADDRESS OF PRINCIPAL OFFICES Marginal San Roberto Professional Office Park Rio Piedras, 00926 Puerto Rico
Item 2(a). NAME OF PERSON FILING Rutabaga Capital Management
Item 2(b). ADDRESS OF PRINCIPAL OFFICES 64 Broad Street, 3rd Floor, Boston, MA 02109
Item 2(c). Citizenship MASSACHUSETTS
Item 2(d). TITLE OF CLASS OF SECURITIES COMMON STOCK
Item 2(e). CUSIP NUMBER 68618W100

Item 3. IF THIS STATEMENT IS BEING FILED PURSUANT TO RULE 13d-1(b), or 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

(a) [] Broker or dealer registered under Section 15 of the Act(15 U.S.C 780);
(b) [] Bank as defined in Section 3(a)(6) of the

Act(15 U.S.C 78c); (c) [] insurance company as defined in Section 3(a)(19) of the Act(15 U.S.C 78c); (d) [] Investment company registered under Section 8 of the Investment Company Act of 1940(15 U.S.C. 80a-8); (e) [X] An investment adviser in accordance with section 240.13d-1(b)(I)(ii)(E) (f) [] An employee benefit plan or endowment fund in accordance with 13d-1(b)(1)(ii)(F); (g) [] A parent holding company or control person in accordance with 13d-1(b)(1)(ii)(G); (h) [] A savings association as defined in in Section 3(b) of the Federal Deposit Insurance Act(12 U.S.C 1813); [] A church plan that is excluded from the (i) definition of an investment company under Section3(c)(14) of the Investment Company Act of 1940(15 U.S.C. 80a-3); [ ] Group, in accordance with 13d-1(b)(1)(ii)(J) (j) If this statement is filed pursuant to 13d-1(c), check this box. [ ] Item 4. OWNERSHIP Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1. (a) Amount beneficially owned: 0 (b) Percent of class: 0% \_\_\_\_\_

(c) Number of Shares as to which person has: (i) Sole power to vote: 0 (ii) Shared power to vote or to direct the vote: 0 ------(iii) Sole power to dispose or to direct the disposition of: 0 (iv) Shared power to dispose or to direct the disposition of: 0

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fat that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ]

### Not Applicable

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not Applicable

- Item 7. IDENTIFIACTION AND CLASSIFICATION OF THE SUBSIDIARY WHICH AQUIRED THE SECURITY BEING REPORTED ON
  - BY THE PARENT HOLDING COMPANY.

Not Applicable

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF A GROUP.

Not Applicable

Item 9. NOTICE OF DISSOLUTION OF GROUP

Not Applicable

### Item 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred above were not acquired or held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct. Dated: March 17, 2009

Rutabaga Capital Management

By: /s/ Dana Cohen

Dana Cohen, Principal