

**Federal Deposit Insurance Corporation
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):

October 29, 2008

FDIC Certificate Number 58244

CHOICE BANK

(Exact name of registrant as specified in its charter)

Wisconsin
(State or other jurisdiction of
incorporation or organization)

36-4588704
(I.R.S. Employer
Identification No.)

2450 Witzel Ave., Oshkosh, Wisconsin 54904
(Address of principal executive offices, including zip code)

(920) 230-1300
(Registrant's telephone number, including area code)

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 (see General Instruction A.2. below):

- 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))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement.

On October 28, 2008, the Board of Directors of Choice Bank (the "Bank") approved an amendment to extend the expiration date of its initial shareholder warrants (the "Warrants") to 2:00 p.m., Oshkosh, Wisconsin time on the earlier of (i) July 24, 2012, or (ii) the occurrence of certain regulatory action, as specified in the warrant agreement. Each Warrant entitles the holder thereof, upon exercise, to purchase one share of the Bank's common stock at a price of \$12.50 per share. The Warrants were previously scheduled to expire at 2:00 p.m., Oshkosh, Wisconsin time on the earlier of (i) July 24, 2009 or (ii) the occurrence of certain regulatory action, as specified in the warrant agreement.

Item 3.03 Material Modification to Rights of Security Holders.

As described above, on October 28, 2008, the Board of Directors of the Bank extended the expiration date of the its initial shareholder warrants to 2:00 p.m., Oshkosh, Wisconsin time on the earlier of (i) July 24, 2012, or (ii) the occurrence of certain regulatory action, as specified in the warrant agreement.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are filed as part of this report:

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 10.1	First Amendment to the Warrant Agreement, dated October 28, 2008.
Exhibit 10.2	First Amendment to the Form of Warrant Certificate, dated October 28, 2008.

SIGNATURE

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.

Choice Bank

Date: October 29, 2008

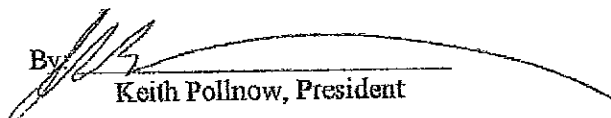
By  _____
Keith Pollnow, President

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
10.1	First Amendment to the Warrant Agreement, dated October 28, 2008.
10.2	First Amendment to the Form of Warrant Certificate, dated October 28, 2008.

EXHIBIT A

FIRST AMENDMENT TO THE WARRANT AGREEMENT

This First Amendment to the Warrant Agreement (the "Amendment") is dated as of October 28, 2008 and executed by Choice Bank, a Wisconsin state bank (the "Bank").

WHEREAS, the Bank executed a certain Warrant Agreement (the "Agreement") dated July 24, 2006, in favor of the initial shareholders of the Bank's common stock (the "Initial Holders");

WHEREAS, in connection with the Agreement, each Initial Holder received a warrant certificate (a "Warrant Certificate") referencing the Agreement, specifying the number of Warrants held by the Initial Holder and providing the general terms and conditions of exercising the Warrants;

WHEREAS, pursuant to the Agreement and the Warrant Certificates, each Initial Holder of the Bank's common stock, \$1.00 par value, received one (1) warrant (a "Warrant") to purchase an additional share of the Bank's common stock, at an exercise price of \$12.50 per share, for every (5) shares of the Bank's common stock purchased in the initial offering;

WHEREAS, the Warrants were scheduled to expire at 2:00 p.m., Oshkosh, Wisconsin time on the earlier of (i) July 24, 2009, or (ii) the occurrence of certain regulatory action, as specified in Section 3(b) of the Agreement;

WHEREAS, on October 28, 2008, the Board of Directors of the Bank approved the extension of the expiration date of the Warrants to 2:00 p.m., Oshkosh, Wisconsin time on the earlier of (i) July 24, 2012, or (ii) the occurrence of certain regulatory action, as specified in Section 3(b) of the Agreement;

WHEREAS, pursuant to the language of the Warrant Certificates, the Initial Holders agreed to be bound by the provisions of the Agreement upon acceptance of the Warrant Certificates;

WHEREAS, Section 14(f) of the Agreement permits modification and amendment to the terms of the Agreement if signed by the party to be bound by such modifications or amendments; and

WHEREAS, the Bank desires to amend the Agreement as set forth herein.

NOW, THEREFORE, in consideration of the premises and the mutual agreements set forth herein and for the purpose of amending the terms and provisions of the Warrants and the certificates representing the Warrants and the respective rights and obligations thereunder of the Bank and the holders of certificates representing the Warrants, the Bank amends the Agreement as follows:

1. Section 3(a) of the Agreement is hereby amended in its entirety to read as follows:

“(a) The term for the exercise of the Warrants shall begin at 9:00 a.m., Oshkosh, Wisconsin time on the date that the Bank opens for business (the “Issue Date”). The term for the exercise of the Warrants shall expire at 2:00 p.m., Oshkosh, Wisconsin time on the earlier to occur of (i) July 24, 2012, or (ii) the date provided in Section 3(b) of this Agreement (the “Expiration Time”).”

2. All outstanding warrant certificates, the form of which is attached to the Agreement, shall be deemed to be amended to reflect the foregoing Section 1 of this Amendment.

3. Each reference in the Agreement to “this Agreement,” “hereof,” “herein,” or words of like import shall mean and be a reference to the Agreement, as amended, extended or modified previously or hereby, and each reference to the Agreement and any other document, instrument or agreement executed and/or delivered in connection with the Agreement shall mean and be a reference to the Agreement as amended, extended, or modified previously or hereby.

4. Except as specifically modified herein, the Agreement shall remain in full force and effect and is hereby ratified and confirmed.

5. This Amendment may be executed in multiple counterparts.

IN WITNESS WHEREOF, the Bank has caused the Amendment to be duly executed as of the date first written above.

CHOICE BANK

By 

Keith Pollnow, President

EXHIBIT B

**FIRST AMENDMENT TO THE
FORM OF WARRANT CERTIFICATE**

This First Amendment to the Warrant Certificate (the "Amendment") is dated as of October 28, 2008 and executed by Choice Bank, a Wisconsin state bank (the "Bank").

WHEREAS, the Bank executed a certain Warrant Agreement (the "Agreement") dated July 24, 2006, in favor of the initial shareholders of the Bank's common stock (the "Initial Holders");

WHEREAS, in connection with the Agreement, each Initial Holder received a warrant certificate (a "Warrant Certificate") referencing the Agreement, specifying the number of Warrants held by the Initial Holder and providing the general terms and conditions of exercising the Warrants;

WHEREAS, pursuant to the Agreement and the Warrant Certificates, each Initial Holder of the Bank's common stock, \$1.00 par value, received one (1) warrant (a "Warrant") to purchase an additional share of the Bank's common stock, at an exercise price of \$12.50 per share, for every (5) shares of the Bank's common stock purchased in the initial offering;

WHEREAS, the Warrants were scheduled to expire at 2:00 p.m., Oshkosh, Wisconsin time on the earlier of (i) July 24, 2009, or (ii) the occurrence of certain regulatory action, as specified in Section 3(b) of the Agreement;

WHEREAS, on October 28, 2008, the Board of Directors of the Bank approved the extension of the expiration date of the Warrants to 2:00 p.m., Oshkosh, Wisconsin time on the earlier of (i) July 24, 2012, or (ii) the occurrence of certain regulatory action, as specified in Section 3(b) of the Agreement;

WHEREAS, pursuant to the language of the Warrant Certificates, the Initial Holders agreed to be bound by the provisions of the Agreement upon acceptance of the Warrant Certificates;

WHEREAS, Section 14(f) of the Agreement permits modification and amendment to the terms of the Agreement if signed by the party to be bound by such modifications or amendments;

WHEREAS, pursuant to Section 14(f), the Bank has elected to amend the Agreement to extend the expiration date of the Warrants; and

WHEREAS, in connection with the amendment of the Agreement, the Bank desires to amend the Warrant Certificates as set forth herein.

NOW, THEREFORE, in consideration of the premises and the mutual agreements set forth herein and for the purpose of amending the terms and provisions of the Warrants and the

certificates representing the Warrants and the respective rights and obligations thereunder of the Bank and the holders of certificates representing the Warrants, the Bank amends each outstanding Warrant Certificate as follows:

1. The third paragraph of the Warrant Certificate form is hereby amended in its entirety to read as follows:

This Warrant may not be exercised after 2:00 p.m., Oshkosh, Wisconsin time on the earlier to occur of (i) July 24, 2012, or (ii) the date provided in Section 3(b) of the Agreement (the "Expiration Time").

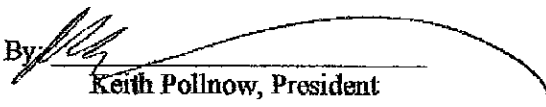
2. Each reference in the Warrant Certificate to "this Warrant Certificate," "hereof," "herein," or words of like import shall mean and be a reference to the Warrant Certificate, as amended, extended or modified previously or hereby, and each reference to the Warrant Certificate and any other document, instrument or agreement executed and/or delivered in connection with the Warrant Certificate shall mean and be a reference to the Agreement as amended, extended, or modified previously or hereby.

4. Except as specifically modified herein, the Warrant Certificate shall remain in full force and effect and is hereby ratified and confirmed.

5. This Amendment may be executed in multiple counterparts.

IN WITNESS WHEREOF, the Bank has caused the Amendment to be duly executed as of the date first written above.

CHOICE BANK

By _____
Keith Pollnow, President