

PENNSYLVANIA COMMERCE BANCORP INC

Form 3

October 07, 2004

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
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 *
Â COMMERCE BANCORP
INC /NJ/

(Last) (First) (Middle)

COMMERCE ATRIUM,Â 1701
RTE 70 E

(Street)

CHERRY
HILL,Â NJÂ 08034-5400

(City) (State) (Zip)

2. Date of Event Requiring
Statement
(Month/Day/Year)
09/29/20043. Issuer Name **and** Ticker or Trading Symbol
PENNSYLVANIA COMMERCE BANCORP INC
[COBH]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ 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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$1.00 par value per share	283,400	D	Â
Series A Preferred Stock, \$10.00 par value per share	40,000	D	Â

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)**

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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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock Warrant (right to buy)	Â <u>(1)</u> 10/07/2008	Common Stock	143,666 <u>(2)</u>	\$ 6.95 <u>(2)</u>	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COMMERCE BANCORP INC /NJ/ COMMERCE ATRIUM 1701 RTE 70 E CHERRY HILL,Â NJÂ 08034-5400	Â	Â X	Â	Â

Signatures

Douglas J. Pauls, Senior VP
and CFO 10/07/2004

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) The warrants are exercisable in the event of a "change of control" (as defined in the warrant agreement) of Pennsylvania Commerce Bancorp, Inc.

Adjusted for common stock dividends. The filing of this Statement shall not be construed as an admission (a) that the person filing this

(2) Statement is, for the purposes of Section 16 of the Securities Exchange Act of 1934 (as amended), the beneficial owner of any equity securities covered by this Statement, or (b) that this Statement is legally required to be filed by such person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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