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BANCORP RHODE ISLAND INC

Form SC 13D/A March 08, 2007 CUSIP No. 059690107

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ITEMS 2(d) OR 2(e)

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SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 4)

BANCORP RHODE ISLAND, INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share (Title of Class of Securities)

059690107 (CUSIP Number)

Mr. John W. Palmer
PL Capital, LLC
20 East Jefferson Avenue
Suite 22
Naperville, IL 60540
(630) 848-1340
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

March 1, 2007 (Date of Event which Requires Filing of this Statement)

filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [].

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Financial Edge Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [X]
(b) []

3 SEC USE ONLY

SOURCE OF FUNDS

WC, OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

SCHEDULE 13D/A

SCHEDULE 13D/A 2