

ITLA CAPITAL CORP  
Form 8-A12B  
December 08, 2006

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

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

ITLA CAPITAL CORPORATION

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(Exact name of registrant as specified in its charter)

Delaware

95-4596322

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(State of incorporation or organization)

(IRS Employer Identification No.) 888 Prospect Street,  
Suite 110, La Jolla, California 92037

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(Address of principal executive offices)(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class  
to be so registered

Name of each exchange  
on which each class  
is to be registered

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**Common Stock, par value \$0.01 per share**

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**New York Stock Exchange**

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. [X]

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. [ ]

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Securities Act registration statement file number to which this form relates:\_\_\_\_\_ (if applicable)

Securities to be registered pursuant to Section 12(g) of the Act:

None

[Next Page](#)

Item 1. Description of Registrant's Securities to be Registered.

Information with respect to the common stock, par value \$0.01 per share, of ITLA Capital Corporation (the "Company"), is incorporated herein by reference to the section captioned "Description of Capital Stock" in the prospectus contained in Amendment No. Two to the Registration Statement on Form S-3 (Registration No. 333-102194), filed by the Company with the Securities and Exchange Commission on May 18, 2005.

Item 2. Exhibits.

Not applicable.

Next Page

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

**ITLA CAPITAL CORPORATION**

Date: December 8, 2006

By: /s/ Timothy M. Doyle

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Timothy M. Doyle  
Executive Managing Director and  
Chief Financial Officer

Next Page