

CARVER BANCORP INC
Form SC 13G/A
February 16, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

Carver Bancorp, Inc.
(Name of Issuer)

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

146875109
(CUSIP Number)

December 31, 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:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Continued on following pages
Page 1 of 5 Pages

SCHEDULE 13G

CUSIP Page 2 of 5 Pages

No.: 146875109

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

KEEFE, BRUYETTE & WOODS, INC.

13-1964616

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

NEW YORK

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. Sole Voting Power	142,500
	6. Shared Voting Power	0
	7. Sole Dispositive Power	142,500
	8. Shared Dispositive Power	0

9. Aggregate Amount Beneficially Owned by Each Reporting Person
142,500

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

11. Percent of Class Represented by Amount in Row (9)
5.76% based on 2,474,719 shares outstanding as November 13, 2009.

12. Type of Reporting Person:
BD

SCHEDULE 13G

CUSIP Page 3 of 5 Pages

No.: 146875109

Item 1(a). Name of Issuer:

Carver Bancorp, Inc. (the "Issuer").

Item 1(b). Address of Issuer's Principal Executive Offices:

75 West 125th Street
New York, NY 10027

Item 2(a). Name of Person Filing:

This Statement is filed on behalf of each of the following persons (the "Reporting Person"): Keefe, Bruyette & Woods, Inc.

Item 2(b). Address of Principal Business Office or, if None, Residence:

787 Seventh Avenue, 4th Floor
New York, NY 10019

Item 2(c). Citizenship:

New York

Item 2(d). Title of Class of Securities:

Common Stock, par value \$0.01 (the "Shares")

Item 2(e). CUSIP Number:

146875109

Item 3. If This Statement is Filed Pursuant to ss.ss.240.13d-1(b) or 240.13d-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. 78o).

Item 4. Ownership:

Item 4(a). Amount Beneficially Owned

As of December 31, 2009, the Reporting Person may be deemed to be the beneficial owner of 142,500 shares.

SCHEDULE 13G

CUSIP Page 4 of 5 Pages
 No.: 146875109

Item 4(b). Percent of Class:

The number of Shares which each the Reporting Person may be deemed to be the beneficial owner constitutes approximately 5.76% of the total number of Shares outstanding (based upon information provided by the Issuer in its most recently filed Form 10-Q, there were 2,474,719 shares outstanding as November 13, 2009).

Item 4(c). Number of Shares of which such person has:

Keefe, Bruyette & Woods, Inc.

(i) Sole power to vote or direct the vote:	142,500
(ii) Shared power to vote or direct the vote:	0
(iii) Sole power to dispose or direct the disposition of:	142,500
(iv) Shared power to dispose or direct the disposition of:	0

Item 5. Ownership of Five Percent or Less of a Class:

This Item 5 is not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

This Item 6 is not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

This Item 7 is not applicable.

Item 8. Identification and Classification of Members of the Group:

This Item 8 is not applicable.

Item 9. Notice of Dissolution of Group:

This Item 9 is not applicable.

Item 10.

Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purposes 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.

SCHEDULE 13G

CUSIP Page 5 of 5 Pages
No.: 146875109

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.

Keefe, Bruyette & Woods, Inc.

Date: February 16, 2010

By: /s/ Lawrence Morizio
Name: Lawrence Morizio
Title: Associate General Counsel