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BERKSHIRE HILLS BANCORP INC

Form 8-K

February 01, 2006

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
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) January 26, 2006

BERKSHIRE HILLS BANCORP, INC.  
(Exact name of registrant as specified in its charter)

Delaware ----- (State or other jurisdiction of incorporation)	0-51584 ----- (Commission File Number)	04-3510455 ----- (IRS Employer Identification No.)
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24 North Street, Pittsfield, Massachusetts ----- (Address of principal executive offices)	01201 ----- (Zip Code)
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Registrant's telephone number, including area code: (413) 443-5601  
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Not Applicable  
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(Former name or former address, if changed since last report)

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:

- 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))

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ITEM 5.03 AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL  
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YEAR.  
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On January 26, 2006, the Board of Directors of Berkshire Hills Bancorp, Inc. (the "Company") voted to amend the Company's Bylaws to remove the age limitation provision, which provided that: (1) directors elected after January 10, 2000 could not serve past the annual meeting immediately following their seventy-second birthday; and (2) directors elected before January 10, 2000 could not be reelected following their seventy-second birthday, but could serve until the expiration of their term.

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SIGNATURES

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.

BERKSHIRE HILLS BANCORP, INC.

Dated: February 1, 2006

By: /s/ Wayne F. Patenaude

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Wayne F. Patenaude  
Senior Vice President and  
Chief Financial Officer