UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

VV.	ASHINGTON, 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): March 4, 2004

COMMERCIAL FEDERAL CORPORATION

 $(Exact\ name\ of\ registrant\ as\ specified\ in\ its\ charter)$

NEBRASKA (State or other jurisdiction 1-11515 (Commission 47-0658852 (I.R.S. Employer

of incorporation)

File Number)

Identification Number)

13220 CALIFORNIA STREET, OMAHA, NEBRASKA (Address of principal executive offices)

68154 (Zip Code)

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Registrant s telephone number including area code: (402) 554-9200

NOT APPLICABLE

(Former name or former address, if changed since last report)

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COMMERCIAL FEDERAL CORPORATION

FORM 8-K

CURRENT REPORT

Item 5. Other Events

On March 4, 2004, an amendment was signed to a Bank Owned Life Insurance (BOLI) policy that was acquired in December 2000 by Commercial Federal Corporation (the Registrant). This amendment was effective February 25, 2004 and will result in the recognition of an asset and an increase to net income of approximately \$5.3 million (or approximately \$.13 per diluted share) for the first quarter ending March 31, 2004. The amendment will allow the Registrant to receive a guaranteed payment of a certain component of the BOLI policy if there is a full and complete surrender of all outstanding certificates of the BOLI.

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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 thereunto duly authorized.

Date: March 4, 2004

COMMERCIAL FEDERAL CORPORATION (Registrant)

/s/ David S. Fisher

David S. Fisher Executive Vice President and Chief Financial Officer (Duly Authorized Officer)

3