
BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM
Washington, D.C. 20551

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) **AUGUST 31, 2005**

MAINSTREET BANK

(Exact name of registrant as specified in its charter)

VIRGINIA (State or other jurisdiction of incorporation)	N/A (Commission File Number)	47-0914596 (IRS Employer Identification No.)
--	---	---

727 ELDEN STREET HERNDON, VIRGINIA (Address of principal executive offices)	20170 (Zip Code)
---	----------------------------

Registrant's telephone number, including area code **(703) 481-4567**

NOT APPLICABLE

(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 (see General Instruction A.2. below):

- 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))
-

Item 3.02 Unregistered Sales of Equity Securities

On August 31, 2005, MAINSTREET BANK (the "Bank") held the closing of its offering of 1,150,000 shares of common stock, par value \$4.00. The shares were sold at \$11.00 per share, for a total offering price of \$12,650,000. After payment of the placement agent's commission of \$561,186, and estimated expenses of the offering of \$151,886, the Bank received net proceeds of \$11,936,928. The shares were not registered under the Securities Act of 1933, as amended, in reliance on Section 3(a)(2) thereof and the Bank's status as a Virginia state-chartered bank.

Item 8.01 Other Events

On September 1, 2005, the Bank issued a press release announcing the closing described above under Item 3.02.

A copy of the press release is filed as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits.

99.1 Press Release dated September 1, 2005, announcing closing of the offering

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.

Date: September 1, 2005

MAINSTREET BANK
(Registrant)

By: /S/
Jeff W. Dick
President & Chief Executive Officer

PRESS RELEASE

For Immediate Release
September 1, 2005

Contact: Jeff W. Dick
Thomas J. Chmelik
(703) 481-4567

MAINSTREET BANK Announces Closing of Common Stock Offering

Herndon, VA —

MAINSTREET BANK, a Virginia state-chartered bank located in historic downtown Herndon, Virginia, announced today that it has closed a public offering of 1,150,000 shares of its common stock at \$11.00 per share. The Bank received net proceeds of \$11,936,928 after payment of the placement agent's commission and estimated expenses of the offering. The Bank intends to use the proceeds of the offering to support future loan and asset growth, and for general corporate purposes. Milestone Advisors, LLC served as placement agent for the offering.

MainStreet Bank opened for business on May 26, 2004, and as of June 30, 2005, the Bank had total assets of \$59.7 million, gross loans of \$32.1 million and total deposits of \$44.7 million.

#

This release contains forward-looking statements, including our expectations with respect to future events, that are subject to various risks and uncertainties. Factors that could cause actual results to differ materially from management's projections, forecasts, estimates and expectations include: fluctuation in market rates of interest and loan and deposit pricing, adverse changes in the overall national economy as well as adverse economic conditions in our specific market areas, maintenance and development of well-established and valued client relationships and referral source relationships, and acquisition or loss of key production personnel. Other risks that can affect the Bank are detailed from time to time in our quarterly and annual reports filed with the Board of Governors of the Federal Reserve System. We caution readers that the list of factors above is not exclusive. The forward-looking statements are made as of the date of this release, and we may not undertake steps to update the forward-looking statements to reflect the impact of any circumstances or events that arise after the date the forward-looking statements are made. In addition, our past results of operations are not necessarily indicative of future performance.