

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 31-March-2010

Check here if Amendment ; Amendment Number: -----

This Amendment {Check only one.}: ; is a restatement.
; adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Capital One Financial Corporation
Address: 1680 Capital One Drive
McLean, VA 22102

Form 13F File Number: 028-12320

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person signing this report on behalf of Reporting Manager:

Name: Matthew J. Murphy
Title: Head of Brokerage, Trust, COAM
Phone: 631-577-5801

Signature, Place, and Date of Signing:

/s/ Matthew J. Murphy Melville, New York May 5, 2010

(Signature) (City, State) (Date)

Report Type (Check only one):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager (s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager (s).)

List of Other Managers Reporting for this Manager:
[If there are no entries in this list, omit this section.]

Form 13F File Number	Name
28-931	Capital One, National Association
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[Repeat as necessary.]

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
 Form 13F Information Table Entry Total: 24
 Form 13F Information Table Value Total: \$6,394 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	OTHER MANAGERS	VOTING AUTHORITY		
									SOLE	SHARED	NONE
3M CO	COM	88579Y101	341	4075	SH		SOLE		0	0	4075
AT&T INC	COM	00206R102	162	6264	SH		SOLE		0	0	6264
AUTOMATIC DATA PROCESSING IN	COM	053015103	293	6590	SH		SOLE		0	0	6590
BP PLC	SPONSORED ADR	055622104	254	4450	SH		SOLE		0	0	4450
BRISTOL MYERS SQUIBB CO	COM	110122108	292	10945	SH		SOLE		0	0	10945
CHEVRON CORP NEW	COM	166764100	302	3977	SH		SOLE		0	0	3977
COCA COLA CO	COM	191216100	340	6179	SH		SOLE		0	0	6179
CONOCOPHILLIPS	COM	20825C104	193	3763	SH		SOLE		0	0	3763
DIAGEO P L C	SPON ADR NEW	25243Q205	267	3957	SH		SOLE		0	0	3957
DU PONT E I DE NEMOURS & CO	COM	263534109	200	5376	SH		SOLE		0	0	5376
EMERSON ELEC CO	COM	291011104	346	6875	SH		SOLE		0	0	6875
FPL GROUP INC	COM	302571104	238	4930	SH		SOLE		0	0	4930
ILLINOIS TOOL WKS INC	COM	452308109	253	5351	SH		SOLE		0	0	5351
ISHARES TR INDEX	BARCLY USAGG B	464287226	222	2134	SH		SOLE		0	0	2134
ISHARES TR INDEX	BARCLYS TIPS BD	464287176	194	1869	SH		SOLE		0	0	1869
JOHNSON & JOHNSON	COM	478160104	314	4810	SH		SOLE		0	0	4810
MCDONALDS CORP	COM	580135101	259	3876	SH		SOLE		0	0	3876
MICROSOFT CORP	COM	594918104	251	8576	SH		SOLE		0	0	8576
PRICE T ROWE GROUP INC	COM	74144T108	374	6812	SH		SOLE		0	0	6812
PROCTER & GAMBLE CO	COM	742718109	238	3764	SH		SOLE		0	0	3764
TOTAL S A	SPONSORED ADR	89151E109	227	3921	SH		SOLE		0	0	3921
TRAVELERS COMPANIES INC	COM	89417E109	282	5236	SH		SOLE		0	0	5236
V F CORP	COM	918204108	313	3904	SH		SOLE		0	0	3904
VERIZON COMMUNICATIONS INC	COM	92343V104	239	7697	SH		SOLE		0	0	7697