

ENTERPRISE BANCORP INC /MA/  
Form 8-K  
June 10, 2013

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): June 10, 2013 (June 4, 2013)

---

ENTERPRISE BANCORP, INC.  
(exact name of registrant as specified in charter)

Massachusetts  
(State or Other Jurisdiction  
of Incorporation)

001-33912  
(Commission  
File Number)

04-3308902  
(IRS Employer  
Identification No.)

222 Merrimack Street  
Lowell, Massachusetts  
(address of principal executive offices)

01852  
(Zip Code)

(978) 459-9000  
(Registrant's telephone number, including area code)

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))



Item 5.03            Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

On June 4, 2013, Enterprise Bancorp, Inc. amended and restated its articles of organization in their entirety by filing Restated Articles of Organization with the Secretary of the Commonwealth of Massachusetts. A copy of the Restated Articles of Organization is attached hereto as Exhibit 3.1 and incorporated herein by reference.

Item 9.01.            Financial Statements and Exhibits

- (a)    Not applicable
- (b)    Not applicable
- (c)    Not applicable
- (d)    The following exhibit is included with this report:

Exhibit 3.1    Restated Articles of Organization, dated June 4, 2013

[Remainder of Page Intentionally Blank]



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.

ENTERPRISE BANCORP, INC.

Date: June 10, 2013

By: /s/ James A. Marcotte  
James A. Marcotte  
Executive Vice President, Treasurer  
and Chief Financial Officer