FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL							
	OMB Number:	3235-0287							
l	Estimated average burden								
l	hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

`	,	Middle)			2. Issuer Name and Ticker or Trading Symbol CAPITAL ONE FINANCIAL CORP COF								(CI	S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title Other (specify					
	(Last) (First) (Middle) 1680 CAPITAL ONE DRIVE							3. Date of Earliest Transaction (Month/Day/Year) 04/30/2005								Other below	(specify		
(Street) MCLEAN VA 22102 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Tabl	e I - Non	-Deriv	ative	Se	curitie	s Ac	quired,	Dis	posed o	f, or	Bene	ficia	lly Owne	ed				
Date						Execution Date Day/Year) if any		Transaction Disposed Of (D) (Instr. 3, 2) Code (Instr. 5)					d Securi Benefi Owned	ities F icially (I d Following (I	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code	v	Amount (A) or (D)			Price	Transa	ction(s)		(111501.4)			
Stock ⁽¹⁾		0/2005	/2005		A		2,500	0	Α	\$0	3	3,340	D						
	Та													Owned					
2. Conversion or Exercise Price of Derivative Security	ercise (Month/Day/Year) if any (Month/Day/Year) ative				Transaction Code (Instr. B) S		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		xpiration Date Month/Day/Year)			Amour		Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
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Explanation of Responses:

1. Restricted Stock Units which vest in their entirety on April 30, 2006.

Remarks:

By: Polly A. Nyquist (POA on file)

05/03/2005

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.