

# Portage Bancshares, Inc.

1311 EAST MAIN STREET  
RAVENNA, OHIO 44266  
330-296-8090

## Board of Directors

December 20, 2006

*Richard J. Coe*

*Tim E. Crock*

*Emilio D. Ferrara*

*Paul I. Ferrara*

*William E. Hale*

*Margaret E. Mascio*

*Lawrence W. Relyea*

*Thomas S. Siciliano*

*W. Culver Hale, Director Emeritus*

## VIA FAX (202) 772-9202 AND OVERNIGHT DELIVERY

Janice McGuirk, Esq.  
U.S. Securities and Exchange Commission  
450 Fifth Street N.W., Stop 3-4  
Washington, DC 20549

**Re: Portage Bancshares, Inc. (the "Company")  
Second Amendment to Form 1-A  
File No. 24-10152**

Dear Ms. McGuirk:

On behalf of the Company, please accept this letter as a request for effectiveness of the above-referenced Offering at 12:01 a.m. on Tuesday, December 26, 2006.

Should the Commission or the staff, acting pursuant to delegated authority, declare the filing effective, it does not foreclose the Commission from taking any action with respect to the filing. The action of the Commission or the staff, acting pursuant to delegated authority, in declaring the filing effective does not relieve the Company from its full responsibility for the adequacy and accuracy of the disclosures in the filing. The Company may not assert this action as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

You may consider this request for acceleration of the effective date of the Offering Statement as a confirmation of the fact that those requesting acceleration are aware of their respective responsibilities under the Securities Act of 1933 and the Securities Exchange Act of 1934 as they relate to the proposed public offering of the securities specified in the Offering Statement.

## Executive Staff

*Connie M. Bennett*

*Richard J. Coe*

*Jill M. Conard*

*John S. Forberg*

*Kevin T. Lewis*

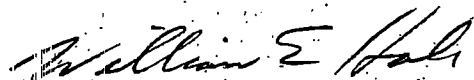
*Steven P. McDonald*

Janice McGuirk, Esq.  
U.S. Securities and Exchange Commission  
December 20, 2006  
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If you have any questions or require any additional information,  
please contact the undersigned at (330) 296-8090.

Thank you for your assistance.

Sincerely,



William E. Hale, President

WEH:MAP:rla

cc: Mark A. Peterson, Esq.

1311 EAST MAIN STREET  
RAVENNA, OHIO 44266  
330-296-8090 (PHONE)  
330-296-6082 (FAX)

**PORTAGE  
COMMUNITY BANK**

# Fax

To: JANICE MCGUIRK From: William Hale  
Fax: 202-772-9202 Pages: 3  
Phone: Date: 12-20-06  
Re: Portage Bancshares CC: MARK Peterson

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JANICE,  
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